

**FORM 51-102F3
Material Change Report**

Item 1.

Reporting Issuer

Rock Edge Resources Ltd. (the "Company")
1240-789 West Pender Street
Vancouver, BC V6C 1H2

Item 2.

Date of Material Change

April 17, 2023

Item 3.

Press Release

News Release dated April 17, 2023 was disseminated through Access Newswire

Item 4.

Summary of Material Change

On April 17, 2023 the Company announced that it had signed an option agreement to acquire 100% interest in a Second Pagwachaun North Lithium Property from 1544230 Ontario Inc. and Gravel Ridge Resources Ltd..

Item 5.

Full Description of Material Change

Vancouver, British Columbia, April 17, 2023: Rock Edge Resources Ltd. (the "Company" or "Rock Edge") (CSE: REDG) is pleased to announce the Company has increased its land claim holdings in the Pag North Lithium Project located east of LongLac, northwestern Ontario. With the recent addition of approximately 1,400 hectares, Rock Edge now holds 5,332 hectares in the Pag North Lithium Project. For additional information on the initial acquisition, please refer to the Company's news release dated [February 7, 2023](#).

See Schedule 'A' for full details

Item 6.

Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

The report is not being filed on a confidential basis.

Item 7.

Omitted Information

No information has been omitted.

Item 8.

Executive Officer

Charles Desjardins, President and CEO and Director
(604) 808-3156

Item 9.

Date of Report

April 17, 2023

SCHEDULE 'A'

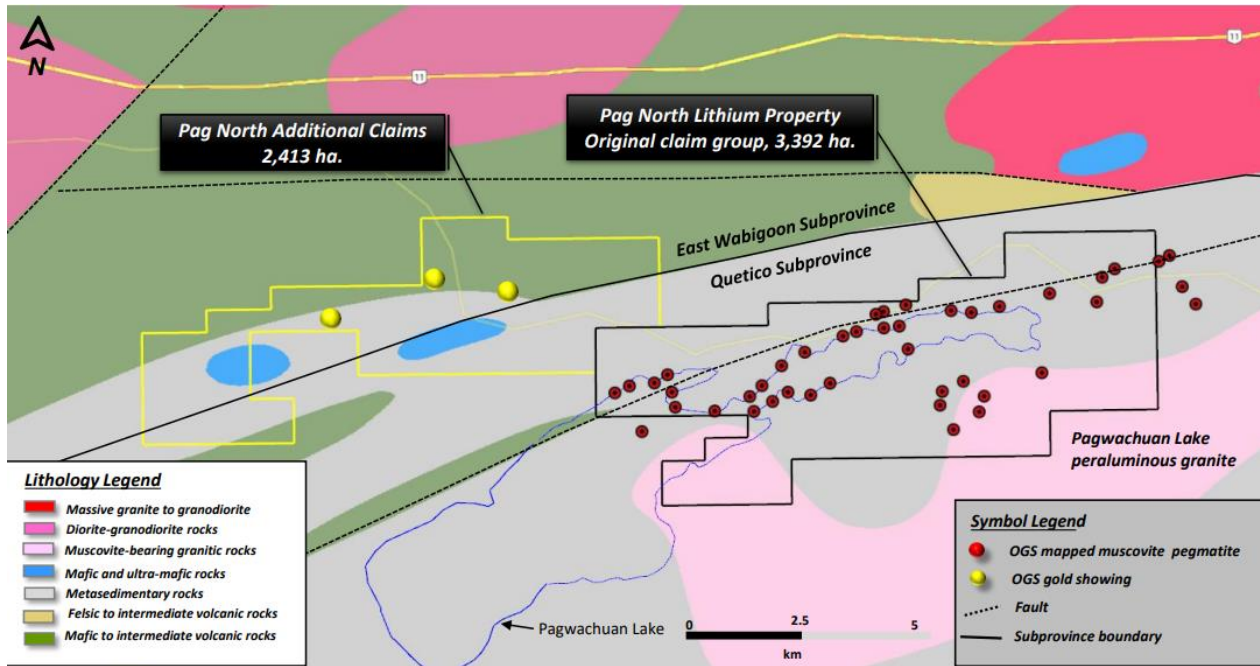
ROCK EDGE EXPANDS ON PAG NORTH LITHIUM PROJECT

Vancouver, British Columbia, April 17, 2023: Rock Edge Resources Ltd. (the "Company" or "Rock Edge") (CSE: REDG) is pleased to announce the Company has increased its land claim holdings in the Pag North Lithium Project located east of LongLac, northwestern Ontario. With the recent addition of approximately 2,413 hectares, Rock Edge now holds 6,345 hectares in the Pag North Lithium Project. For additional information on the initial acquisition, please refer to the Company's news release dated [February 7, 2023](#).

Charles Desjardins, CEO of Rock Edge, states, *"The Georgia Lake Pegmatite field is a promising source of high-grade lithium in North America, critical for the transition to a low-carbon future. Rock Edge has continued to add to its Georgia Lake Lithium Pegmatite land position, highlighting the importance of sustainable energy solutions for electric vehicles and energy storage. With their expertise, Rock Edge aims to unlock the project's full potential and contribute to meeting the growing demand for these crucial technologies."*

Pag North Lithium Property

The Pag North Lithium Project consists of 9 mining claims. The property lies within 500 m of the terrane boundary between the East Wabigoon and Quetico subprovinces. These terrane boundaries are integrally related to the location of northwestern Ontario lithium deposits and occurrences, as they act as deep-seated sutures for parental granitic melts (Breaks et al., 2003¹) (Figure 1). The property hosts a S-type peraluminous muscovite granite (Pagwachaun pluton) in contact with metasediments. Metasediments make excellent exo-contact hosts for rare-element pegmatites. Several muscovite bearing pegmatites were mapped by the OGS in Map 26492 in 1983, hosted within the Pagwachaun pluton and within the metasediments. This is a promising sign that the S-type peraluminous granite has fractionated and deposited pegmatites within the exo-contact. Further to add to the merit of the property is the Pagwachaun fault along the north shore of the Pagwachaun Lake, providing structure and fracture systems for parental melts.



The Transaction

Rock Edge signed the second Pag North Lithium option agreement to acquire a 100% undivided interest in the property from two third parties, Gravel Ridge Resources Ltd. and 1544230 Ontario Inc. (the “Optionors”). Pursuant to the agreement, the payment of \$10,000 and the issuance of 400,000 common shares of the Company will be made 50% to Gravel Ridge and 50% to 1544239 Ontario Inc. in accordance with the following schedule:

- Cash Payment: make one (1) cash payment to Gravel Ridge and 1544230 totalling \$10,000.00; and
- and issue 400,000 commons shares of the Company upon approval of the Canadian Securities Exchange

The Optionors will retain a 1.5% net smelter royalty (“NSR”) on the property, of which Rock Edge can purchase 0.5% of the NSR for \$600,000.

References

1. Breaks, F.W., Selway, J.B. and Tindle, A.G. 2003. Fertile peraluminous granites and related rare-element mineralization in pegmatites, Superior Province, northwest and northeast Ontario: Operation Treasure Hunt; Ontario Geological Survey, Open File Report 6099, 179p.
2. Amuken, S.E., 1983. Klob Lake: Ontario Geological Survey Map 2469, Precambrian Geology Series, scale 1 inch to ½ mile, Geology 1979.

Qualified Person

The technical content of this news release has been reviewed and approved by Mike Kilbourne, P. Geo., who is an independent Qualified Person (QP) as defined in National Instrument 43-101, *Standards of Disclosure for Mineral Projects*

Private Placement

Rock Edge further announces it has arranged a non-brokered private placement of up to 5.0 million units ("Units") at a price of \$0.07 per Unit for aggregate gross proceeds of up to \$350,000.00 (the "Offering"). Each Unit will be comprised of one common share ("Share") and one transferable share purchase warrant ("Warrant") of the Company. Each Warrant will entitle the holder to purchase one Share of the Company at a price of \$0.12 per Share for a period of 24 months from the date of issuance. Proceeds raised from the Offering will be used for exploration activities on the Company's lithium properties in Ontario and Quebec for general working capital and unallocated funds as per Tier 2 status requirements.