

Form 51-102F3
Material Change Report

Item 1: Name and Address of Company

Highrock Resources Ltd. (the "Company" or "Highrock")
#615-800 West Pender Street
Vancouver, BC V6C 2V6
(604) 787-7356

Item 2: Date of Material Change

September 13, 2023

Item 3: News Release

Issued September 13, 2023 and distributed through the facilities of Canada Stockwatch and Market News Publishing.

Item 4: Summary of Material Change

Highrock Resources Ltd. announced that it has appointed Mr. Anthony Roodenburg as a Director, President, and Chief Executive Officer of the Company effective August 31, 2023. Concurrent with Mr. Roodenburg's appointment, Mr. Gary Musil has resigned as President and Chief Executive Officer of the Company and Ms. Dianne Szigety has resigned as a Director of the Company. Mr. Musil, a founder of the Company remains on as a Director.

Item 5: Full Description of Material Change

See attached News Release.

Item 6: Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

This report is not being filed on a confidential basis.

Item 7: Omitted Information

There are no significant facts required to be disclosed herein which have been omitted.

Item 8: Executive Officer

Contact: Gary Musil, Director
Telephone: (604) 787-7356

Item 9: Date of Report

September 13, 2023

**NOT FOR DISTRIBUTION TO UNITED STATES NEWSWIRE SERVICES OR FOR
DISSEMINATION IN THE UNITED STATES**

HIGHROCK RESOURCES LTD.

615 – 800 West Pender Street
Vancouver, British Columbia
V6C 2V6

**Highrock Announces Appointment of Anthony Roodenburg as Director, President, and
Chief Executive Officer**

Vancouver, British Columbia, September 13, 2023: Highrock Resources Ltd. (the "**Company**" or "**Highrock**") (CSE: **HRK**) is pleased to announce that it has appointed Mr. Anthony Roodenburg as a Director, President, and Chief Executive Officer of the Company effective August 31, 2023. Mr. Roodenburg is the Founder and Chief Executive Officer of Greencastle Resources Ltd. (TSXV-VGN) and has been involved in the creation and financing of several startup ventures, since leaving National Bank, in 1991.

Concurrent with Mr. Roodenburg's appointment, Mr. Gary Musil has resigned as President and Chief Executive Officer of the Company and Ms. Dianne Szigety has resigned as a Director of the Company. Mr. Musil, a founder of the Company remains on as a Director. The Company thanks Ms. Szigety for her invaluable contributions.

About Highrock Resources Ltd.

Highrock Resources Ltd. is engaged in the business of mineral exploration and the acquisition of mineral property assets in North America. Its principal property is the Pathfinder Property, a gold prospect located in the Greenwood Mining Division in southern British Columbia. The 295.56 hectare property covers a highly mineralized area, also known as the historically productive and larger Republic-Greenwood Gold District.

For more information, please refer to the Company's prospectus dated December 2, 2022, available on SEDAR+ (www.sedarplus.ca).

On Behalf of the Board of Directors

"Anthony Roodenburg"

Anthony Roodenburg
Chief Executive Officer and Director

For further information, please contact:

Anthony Roodenburg
Chief Executive Officer and Director
437-677-5075

Forward-Looking Statements:

This news release contains "forward-looking information" within the meaning of applicable securities laws. All statements, other than statements of historical fact, that address activities, events, or developments that the Company believes, expects or anticipates will or may occur in the future, are forward-looking statements. The forward-looking statements reflect management's current expectations based on information currently available and are subject to a number of risks and uncertainties that may cause outcomes to differ materially from those discussed in the forward-looking statements. Although the Company believes that the assumptions inherent in the forward-looking statements are reasonable, forward-looking statements are not guarantees of future performance and, accordingly, undue reliance should not be put on such statements due to their inherent

uncertainty. Important factors that could cause actual results to differ materially from the Company's expectations are described in the Company filings publicly available at www.sedarplus.ca. The Company expressly disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except as required by applicable law. The Canadian Securities Exchange (CSE) has not reviewed, approved, or disapproved the contents of this press release.