

FORM 51-102F3
Material Change Report

ITEM 1. **Name and Address of Company**

Geodex Minerals Ltd. ("Geodex")
Suite 880, 800 West Pender Street
Vancouver, B.C. V6C 2V6

ITEM 2. **Date of Material Change**

June 12, 2013

ITEM 3. **News Release**

Geodex's news release dated June 12, 2013 was issued in Vancouver, British Columbia.

ITEM 4. **Summary of Material Change**

Geodex has closed the previously announced non-brokered private placement of 3,333,333 million units of Geodex (the "Units") at \$0.06 per Unit for total gross proceeds of \$200,000.

ITEM 5. **Full Description of Material Change**

5.1 **Full Description of Material Change**

See news release dated June 12, 2013 attached as Schedule "A".

5.2 **Disclosure for Restructuring Transactions**

Not Applicable

ITEM 6. **Reliance on subsection 7.1(2) of National Instrument 51-102**

Not Applicable

ITEM 7. **Omitted Information**

No material information has been omitted.

ITEM 8. **Executive Officer**

Additional information respecting Geodex or the material changes disclosed under this form may be obtained by contacting Mr. Mark Fields at (604) 689-7771.

ITEM 9. **Date of Report**

Dated at Vancouver, British Columbia, this 13th day of June, 2013.

Schedule "A"



News Release

June 12, 2013

TSX.V: GXM
Frankfurt: G2W

GEODEX CLOSSES \$200,000 PRIVATE PLACEMENT

Geodex Minerals Ltd. (TSX-V:GXM), ("Geodex") announces that it has closed the previously announced non-brokered private placement of 3,333,333 million units of Geodex (the "Units") at \$0.06 per Unit for total gross proceeds of \$200,000. Each Unit is comprised of one common share and one half share purchase warrant (a "Warrant"). Each full Warrant is exercisable into one Geodex common share at \$0.10 per share for a period of 12 months from the closing date.

Proceeds from the private placement will be used to fund a drill program on the Dungarvon Project in New Brunswick to test the Peaked Mountain tungsten-molybdenum target and advance the South Dungarvon tin target, as well as for general corporate purposes.

No finder's fees or commissions will be paid in connection with this placement. All the securities issued in connection with this private placement are subject to a four month hold period under applicable Canadian securities law which expires on October 12th, 2013.

About Geodex

Geodex is a mineral resource company focused on New Brunswick, Canada. Geodex has continued to actively develop its exploration portfolio focused on the discovery of critical metals in New Brunswick. Its current main focus is the Dungarvon Tungsten-Molybdenum Project. Geodex has operated for a decade in New Brunswick where it has had a number of discovery and development successes including Sisson and Mount Pleasant West.

ON BEHALF OF THE BOARD OF DIRECTORS
GEODEX MINERALS LTD.

Mark Fields, President & CEO

For further information, please contact Investor Relations:

(604) 689-7771, Toll free 1-888-999-3500,

Visit our website at www.geodexminerals.com

Forward Looking Statement

Certain information regarding Geodex contained in this press release may constitute forward-looking statements within the meaning of applicable securities laws. Forward-looking statements may include estimates, plans, opinions, forecasts, projections or other statements that are not statements of fact. Although Geodex believes that expectations reflected in such forward-looking statements are reasonable, it can give no assurance that such expectations will prove to have been correct. Geodex cautions that actual performance will be affected by a number of factors, many of which are beyond Geodex's control, and that future events and results may vary substantially from what Geodex currently foresees.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

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