BC FORM 51-102F3

Securities Act

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

Item 1. Reporting Issuer

ZincX Resources Corp.
Suite 2050 – 1055 West Georgia Street
PO Box. 11121
Vancouver, BC V6E 3P3

Item 2. Date of Material Change

June 28, 2018

Item 3. News Release

Issued on June 28, 2018 at Vancouver, BC, Canada.

Item 4. Summary of Material Change

ZincX Resources Corp. announces that drilling has commenced on the Akie Project. The Company is now executing on its planned 2,500 metre large-diameter HQ diamond drilling program that will focus on high-priority targets along strike of the Cardiac Creek deposit and on the eastern Akie Gunsteel panel.

Item 5. Full Description of Material Change

See attached press release.

Item 6. Reliance on Section 85(2) of the Act

N/A

Item 7. Omitted Information

None

Item 8. Senior Officers

The following senior officers of the Issuer are knowledgeable about the material change and may be contacted by the Commission at the address and telephone number:

Peeyush Varshney	Praveen Varshney
Director, President & CEO	Director & CFO
(604) 684-2181	(604) 684-2181

Item 9. **Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

Dated this 28th Day of June, 2018

"Peeyush K. Varshney"

Peeyush K. Varshney
Name

President & CEO
Position / Title

Vancouver, B.C.
Place of Declaration

FOR IMMEDIATE RELEASE

Contact: Investor Relations
Phone (604) 684-2181
info@zincxresources.com

Thursday, June 28, 2018
(No.2018-06-11)

ZincX Resources Commences 2018 Drill Program at Akie

Vancouver, British Columbia, Canada – Thursday, June 28, 2018 – ZincX Resources Corp. ("ZincX Resources" or "the Company", TSX Venture Exchange: ZNX) is pleased to announce that drilling has commenced on the Akie Project. The Company is now executing on its planned 2,500 metre large-diameter HQ diamond drilling program that will focus on high-priority targets along strike of the Cardiac Creek deposit and on the eastern Akie Gunsteel panel.

2018 Drill Objectives:

- Drill test the southeastern strike extent of the Cardiac Creek deposit beyond the current limits of the resource model.
- Drill test the down-dip extent of the North Lead target where previous drilling intersected extensive intervals of bedded pyrite mineralisation and a thin massive sulphide lens that are highly anomalous in zinc and lead. The drill targeting is guided by a new facies model developed from the mineralisation on Akie and Mt. Alcock properties.
- Shallow drill targets at the Sitka showing to test the Zn-Pb-barite mineralization outcropping at surface where previous channel sampling in 2013 returned high grade assay results.

Drilling has commenced on the Sitka target. Subsequent drilling will shift to test the mineralized Cardiac Creek horizon northwest and southeast of the Cardiac Creek deposit. The Sitka showing was discovered in 2013 and is located on the eastern Gunsteel thrust panel. The target is characterized by a zone of massive barite mineralization in a vein or healed fault structure associated with abundant galena (lead sulphide) and visible sphalerite (zinc sulphide). The showing is situated along the highly prospective contact between the Earn Group (Gunsteel Formation shale) and Silurian Siltstone.

Channel and grab sampling on- and along-strike of the Sitka Showing returned significant grade zinc-lead-silver-barite results indicative of a new SEDEX horizon on the eastern Gunsteel panel. Significant channel assay results reported in 2013 from Sitka sampling include 5.1% Zn over 0.7 metres from Channel 1, 1.9% Zn over 0.8 metres from Channel 5, and 0.9% Zn, 1.6% Pb & 4,014 ppb Ag over 2.4 metres from Channel 3. Grab samples taken along strike of the main showing returned high grade zinc-lead values including 43.55% Zn and 48.95% Pb. The discovery of SEDEX style mineralization in this locale has provided impetus for more focused exploration on the largely under-explored eastern Gunsteel panel on the Akie property.

The Akie Zn-Pb-Ag Project

The 100% owned Akie property is situated within the Kechika Trough, the southernmost area of the regionally extensive Paleozoic Selwyn Basin and one of the most prolific sedimentary basins in the world for the occurrence of SEDEX zinc-lead-silver and stratiform barite deposits.

Drilling on the Akie property by ZincX Resources (formerly Canada Zinc Metals Corp) since 2005 has identified a significant body of baritic-zinc-lead SEDEX mineralization known as the Cardiac Creek deposit. The deposit is hosted by siliceous, carbonaceous, fine grained clastic rocks of the Middle to Late Devonian Gunsteel Formation.

With additional drilling completed in 2017, the Company has updated the estimate of mineral resources at Cardiac Creek, as follows:

5% Zinc Cut-Off Grade					Contained Metal:		
Category	**Tonnes (million)**	**Zn (%)**	**Pb (%)**	**Ag (g/t)**	**Zn (B lbs)**	**Pb (B lbs)**	**Ag (M oz)**
Indicated	22.7	8.32	1.61	14.1	4.162	0.804	10.3
Inferred	7.5	7.04	1.24	12.0	1.169	0.205	2.9

The Company announced robust positive results on June 20th, 2018 from the 2018 Preliminary Economic Assessment (PEA). The PEA envisages a conventional underground mine and concentrator operation with an average production rate of 4,000 tonnes per day. The mine will have an **18-year life** with potential to extend the life-of-mine (LOM) through resource expansion at depth.

Pre-Tax		After-Tax	
$NPV_{7\%}$	**IRR**	**$NPV_{7\%}$**	**IRR**
$649M	35%	$401M	27%

The base case parameters for the PEA used US$1.21/lb Zinc, US$1.00/lb Lead, and US$16.50/oz Silver

See ZNX news releases from June 20th, 2018 for important disclosures with respect to the Cardiac Creek PEA.

The PEA is considered preliminary in nature and includes mineral resources, including inferred mineral resources that are considered too speculative geologically to have the economic considerations applied to them that would enable them to be categorized as mineral reserves. Mineral resources that are not mineral reserves have not yet demonstrated economic viability. Due to the uncertainty that may be attached to mineral resources, it cannot be assumed that all or any part of a mineral resource will be upgraded to mineral reserves. Therefore, there is no certainty that the results concluded in the PEA will be realized.

Kechika Regional Project

In addition to the Akie Project, the Company owns 100% of eight of eleven large, contiguous property blocks that comprise the Kechika Regional Project including the advanced Mt. Alcock prospect. The Kechika Regional Project also includes the Pie, Yuen and Cirque East properties within which the Company maintains a significant 49% interest with partners Teck Resources Limited (TSX: TECK.B) and Korea Zinc Co. Ltd. These properties collectively extend northwest from the Akie property for approximately 140 kilometres covering the highly prospective Gunsteel Formation shale; the main host rock for known SEDEX zinc-lead-silver deposits in the Kechika Trough of northeastern British Columbia. These projects are located approximately 260 kilometres north northwest of the town of Mackenzie, British Columbia, Canada.

Ken MacDonald P.Geo., Vice President of Exploration for the Company, is the designated Qualified Person as defined by National Instrument 43-101 and is responsible for the technical information contained in this release. Mike Makarenko P.Eng, JDS Energy and Mining, is the designated Qualified Person as defined by National Instrument 43-101 and is responsible for the PEA technical information contained in this release.

The TSX Venture Exchange has neither approved nor disapproved the contents of this press release.

ON BEHALF OF THE BOARD OF DIRECTORS

ZINCX RESOURCES CORP.

"PEEYUSH VARSHNEY"

PEEYUSH VARSHNEY, LL.B

CEO & CHAIRMAN