

FORM 51-102F3

**MATERIAL CHANGE REPORT UNDER
NATIONAL INSTRUMENT 51-102**

Item 1. – Reporting Issuer:

PJX Resources Inc.
100 King Street West, Suite 5600
Toronto, Ontario M5X 1C9

Item 2. – Date of Material Change:

March 19, 2015

Item 3. – Press Release:

A news release with respect to the material change referred to in this report was issued through newswire services on March 19, 2015 and filed on the system for electronic document analysis and retrieval (SEDAR).

Item 4. – Summary of Material Change:

PJX Resources Inc. announced the results and assessment of the Company's most recent drill program.

Item 5. – Full Description of Material Change:

Drill hole VA15-02 has intersected Proterozoic age Lower Aldridge sediments that contain anomalous sphalerite (zinc sulphide) and pyrrhotite (iron sulphide) mineralization along fractures and disseminated within sedimentary beds that are locally altered by sericite, chlorite, albite, silica and occasional garnets.

The hole was drilled for 688 metres ("m") at an angle of -70 degrees from horizontal.

From (m)	To (m)	Description
0	3	Casing
3	23	Proterozoic age Lower Aldridge sediments – medium to thin bedded siltstone and argillite
23	384	Gabbro sill
384	420	Lower Aldridge sediments
420	493	Gabbro sill
493	504	Lower Aldridge sediments
504	584	Lower Aldridge sediments contain locally anomalous sphalerite (zinc sulphide) and pyrrhotite-pyrite (iron sulphide) mineralization. Sphalerite occurs along fractures or disseminated in sedimentary beds that are locally altered with sericite, chlorite, albite, or silica and occasional garnets. Sediments locally display soft sediment slumping textures.

584	688	Zone of deformation - foliated Lower Aldridge sediments and minor Gabbro. Predominantly competent chlorite-sericite-phyllite that is locally silicified. Anomalous disseminated sphalerite, pyrrhotite-pyrite and chalcopyrite (copper sulphide) occur from 584-604m.
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Localized slumping of the sediments, identified in core, suggests that active faulting occurred during sediment deposition. The presence of fracture controlled and disseminated zinc and iron mineralization with syn-sedimentary faulting are indications of a basin in which hydrothermal fluids may be rising along faults to deposit mineralization along or beneath the ocean floor. The basin appears to be capped by two gabbro sills. The restricted nature of the basin is also supported by the localized presence of the gabbro sills that do not occur to the west of the basin where historical drill holes intersected zinc-lead-silver mineralization at the base of the Footwall Quartzite. The zone of deformation with z-folding is considered to be one of the bounding faults of the basin that has been re-activated overtime. The zone was encountered before the hole reached the Footwall Quartzite target horizon which is believed to be at depth below the hole.

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

N/A

Item 7. – Omitted Information:

N/A

Item 8. – Executive Officer:

Inquiries in respect of the material change referred to herein may be made to:

Linda Brennan, Chief Financial Officer

Telephone: (416) 799-9205
 Email: lbrennan@pjaxresources.com
 Website: www.pjaxresources.com

Item 9. – Date of Report:

March 19, 2015