

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:

July 25, 2018

Item 3. – Press Release:

A news release with respect to the material change referred to in this report was issued through newswire services on July 25, 2018 and filed on the system for electronic document analysis and retrieval (SEDAR).

Item 4. – Summary of Material Change:

PJX Resources Inc. announced the death of Somerset Parker, Director.

Item 5. – Full Description of Material Change:

The Company announced the sudden death of one of the Company's Directors, Mr. Somerset Parker.

Somerset was well known for his profound knowledge of the industry, quiet charm and sense of humour. He was a friend to all and developed an extensive network of personal contacts, on a worldwide basis.

Somerset was a multi-lingual international Sales Executive with a proven track record in managing all aspects of the sales process of Base Metals, including Cobalt, Nickel and Ferronickel as well as arranging major financings for multi-national public companies. He served as the Vice President of the Marketing Division of Geovic Mining Corporation and held senior management roles for Jaquar Nickel Inc., Canmine Resources Corporation and Anaconda Nickel. He was a former Assistant Manager, Export Sales for Falconbridge Limited and was previously responsible for Contract Administration at Rio Algom Limited.

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:

July 25, 2018