

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1 – Name and Address of Company

ROK Resources Inc.
1881 Scarth Street, Suite 1500
Regina, SK S4P 4K9

Item 2 - Date of Material Change

June 30, 2020

Item 3 – News Release

A news release was disseminated through FSCwire on June 30, 2020.

Item 4 - Summary of Material Change

On June 30, 2020, ROK Resources Inc. (“**ROK**” or the “**Company**”) announced the closing of its previously announced acquisition of certain oil and gas assets and associated land in Southern Saskatchewan from a public company.

Item 5.1 - Full Description of Material Change

The Company announced that it has closed on its previously announced acquisition (the “**Acquisition**”) from a publicly traded company of certain producing oil and gas assets in Southern Saskatchewan along with associated land leases and related assets and facilities (including certain seismic data)(the “**Assets**”). The Acquisition has an effective date of June 1, 2020. The total purchase price paid for the Assets was \$70,000.

The acquisition properties are located within the Glen Ewen area of Southeast Saskatchewan, targeting the Midale and Frobisher formations. Prior to a partial shut-in on April 1, 2020 due to market pricing, production from these Assets were approximately 85 barrels of oil per day (150 barrels of oil equivalent per day when including gas and liquids) from 13 wells for the month of March 2020. The acquired Assets also include associated facilities and undeveloped land directly adjacent to the Company’s existing land base within the project area. As part of the Acquisition, ROK has also entered into a third party processing agreement with the seller for a portion of the volumes on a fee basis. The acquisition package also contains associated liabilities, including future abandonment obligations and 27 suspended wells and 11 inactive facility sites, which will be evaluated for future reactivation.

Item 5.2 – Disclosure for Restructuring Transactions

Not applicable.

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

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) of National Instrument 51-102.

Item 7 - Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 - Executive Officer

- 2 -

Jared Lukomski, Vice-President, Land, is knowledgeable about the material change and the Report and may be contacted at 306 536-2600.

Item 9 – Date of Report

July 7, 2020