

**Report Pursuant to National Instrument 62-103  
and Section 5.2 of Multilateral Instrument 62-104**

**1. Security and Reporting Issuer**

This report is made pursuant to the provisions of the securities legislation referred to above in connection with certain acquisitions of securities of EMP Metals Corp. (“EMP”), 208A 980 West 1st St., North Vancouver, British Columbia, V7P 3N4. The acquisitions were conducted through an exempt offering of EMP common shares issued from treasury.

**2. Identity of Acquiror**

ROK Resources Inc.  
500 4th Ave SW, Suite 2800  
Calgary, Alberta, T2P 2V6

The acquisitions described in item 1 above took place on September 18, 2024, and did not involve any joint actor of ROK Resources Inc. (“ROK”)

**3. Interest in Securities of the Reporting Issuer**

Through a series of recent transactions on September 18, 2024 (the “Transactions”), ROK acquired ownership and control of an aggregate 18,925,000 common shares (the “Subject Shares”) of EMP. The Subject Shares represented approximately 17.1% of all issued and outstanding common shares of EMP. Immediately prior to the Transactions, ROK did not own or control any common shares of EMP. The Subject Shares are subject to the following escrow provisions: (i) 9,462,500 Subject Shares will be restricted for a period of 24 months following the closing of the Transactions and (ii) 9,462,500 Subject Shares will be restricted for a period of 36 months following closing of the Transactions.

**4. Consideration**

17,085,000 Subject Shares were received as consideration for the sale of ROK’s 25% ownership of common shares of Hub City Lithium Corp. (“HCL”), to EMP. 1,840,000 Subject Shares were received by ROK as consideration for certain management services to be rendered by ROK pursuant to the management agreement dated August 1, 2024, among ROK, EMP, and HCL.

**5. Purpose of the Transaction**

The holdings of securities of EMP by ROK are managed for investment purposes. Under certain circumstances, ROK could increase or decrease its investments in EMP at any time, subject to the aforementioned escrow provisions, or continue to maintain its current position, depending on market conditions or any other relevant factor.

**6. Agreements, Arrangements, Commitments or Understandings with respect to Securities of EMP**

Not Applicable.

**7. Change in Material Fact.**

Not Applicable.

**8. Exemption.**

Not Applicable.

**9. Certification**

The undersigned certifies that the information herein is true and complete in every respect.

**DATED** this 1<sup>st</sup> day of October 2024

**ROK RESOURCES INC.**

*“Lynn Chapman”*

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Lynn Chapman  
Chief Financial Officer