

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

**1. Name and Address of Corporation:**

Softrock Minerals Ltd. (the "Company")  
1010, 825 – 8<sup>th</sup> Avenue S.W.  
Calgary, Alberta T2P 2T3

**2. Date of Material Change:**

June 14, 2018

**3. News Release:**

A news release disclosing the material change described herein was issued by the Company on June 14, 2018, and disseminated through the facilities of a recognized newswire service and subsequently filed on SEDAR.

**4. Summary of Material Change:**

On June 14 2018, the Company announced the closing of its previously announced rights offering which expired on June 7, 2018 (the "Rights Offering").

**5. Full Description of Material Change:**

**5.1 *Full Description of Material Change***

On June 14, 2018, the Company announced the closing of its previously announced Rights Offering. Pursuant to the Rights Offering, the Company issued an aggregate of 15,093,781 common shares and 15,093,781 common share purchase warrants of the Company for aggregate gross proceeds of over \$300,000. Each warrant entitles the holder to acquire an additional common share at a price of \$0.05 per share for a period of two years. The proceeds of the Rights Offering will be used for working capital and general corporate purposes.

**5.2 *Disclosure of Restructuring Transaction***

Not applicable.

**6. Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102:**

Not applicable.

**7. Omitted Information:**

Not applicable.

**8. Executive Officer:**

The name and business telephone number of an executive officer of the Company who is knowledgeable about the material change and who can be contacted is:

The Honourable Nick Taylor  
President and Chief Executive Officer  
(403) 266-2605

**9. Date of Report:**

June 15, 2018