

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

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

Softrock Minerals Ltd. (the “Company”)  
4719 Nordegg Crescent N.W.  
Calgary, Alberta T2K 2M2

**2. Date of Material Change:**

June 15, 2020

**3. News Release:**

News releases disclosing the material change described herein were issued by the Company on June 11, 2020, and June 17, 2020, and disseminated through the facilities of a recognized newswire service and subsequently filed on SEDAR.

**4. Summary of Material Change:**

Effective June 15, 2020, the Company: (i) issued 5,000,000 common shares of the Company to certain of its directors and officers and a spouse of a director at a deemed price of \$0.01 per share in satisfaction of \$50,000 owed to such persons pursuant to debentures of the Company that were due to mature on June 15, 2020; and (ii) extended the expiry date of its common share purchase warrants that were issued in connection with its June 2018 rights offering to June 15, 2022. Each common share purchase warrant entitles the holder to purchase one common share of the Company at an exercise price of \$0.05.

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

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

See item 4 above.

**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:

T.M.M. (Mac) Bender  
Chief Financial Officer  
(403) 266-2605

**9. Date of Report:**

June 23, 2020