

Amended Form 62-103F1

Required Disclosure under the Early Warning Requirements

Item 1 – Security and Reporting Issuer

1.1 State the designation of securities to which this report relates and the name and address of the head office of the issuer of the securities.

This report relates to units (“Units”) consisting of one common share (a “Common Share”) and one transferable common share purchase warrant (a “Warrant”) of:

Rokmaster Resources Corp. (the “Issuer”)
1150-625 Howe Street
Vancouver, BC
Canada, V6C 2T6

1.2 State the name of the market in which the transaction or other occurrence that triggered the requirement to file this report took place.

Acquisition of Common Shares in the public market.

Item 2 – Identity of the Acquiror

2.1 State the name, principal business, jurisdiction of incorporation and address of the acquiror.

DELPHI Unternehmensberatung Aktiengesellschaft (“DELPHI”)
Ziegelhaeuser Landstrasse 1
69120 Heidelberg
Germany

DELPHI was incorporated in Germany. DELPHI’s principal business is to invest its own funds.

2.2 State the date of the transaction or other occurrence that triggered the requirement to file this report and briefly describe the transaction or other occurrence.

On July 2, 2021 DELPHI acquired 55,500 Common Shares in the capital of the Issuer in the public market.

2.3 State the names of any joint actors.

Not applicable.

Item 3 – Interest in Securities of the Reporting Issuer

3.1 State the designation and number or principal amount of securities acquired or disposed of that triggered the requirement to file this report and the change in the acquiror’s securityholding percentage in the class of securities.

DELPHI acquired 55,500 Common Shares, decreasing its holdings from to 25.5% to 19.9%, calculated on a partially diluted basis. See also item 3.8.

3.2 State whether the acquiror acquired or disposed ownership of, or acquired or ceased to have control over, the securities that triggered the requirement to file this report.

DELPHI acquired ownership of the Common Shares that are the subject of this report.

3.3 If the transaction involved a securities lending arrangement, state that fact.

Not applicable.

3.4 State the designation and number or principal amount of securities and the acquiror's securityholding percentage in the class of securities, immediately before and after the transaction or other occurrence that triggered the requirement to file this report.

Prior to the acquisition in the public market, DELPHI had ownership and control of 14,665,000 Common Shares, representing approximately 14.0% of the issued and outstanding Common Shares of the Issuer (calculated on a non-diluted basis immediately before the transaction), and assuming the exercise of 7,908,802 Warrants of the issuer entitling DELPHI to purchase up to an additional 7,908,802 Common Shares, DELPHI had ownership and control of 22,573,802 Common Shares, representing approximately 19.9% of the issued and outstanding Common Shares of the Issuer (calculated on a partially diluted basis immediately before the transaction). See also item 3.8.

Following the purchase in the public market DELPHI now has ownership and control of 14,720,500 Common Shares representing approximately 14.0% of the issued and outstanding Common Shares of the Issuer (calculated on a non-diluted basis immediately after the transaction) and assuming the exercise of 7,839,427 Warrants of the Issuer entitling DELPHI to purchase up to an additional 7,839,427 Common Shares, DELPHI now has ownership and control of 22,559,927 Common Shares, representing approximately 19.9% of the issued and outstanding Common Shares of the Issuer (calculated on a partially diluted basis immediately after the transaction). See also item 3.8.

3.5 State the designation and number or principal amount of securities and the acquiror's securityholding percentage in the class of securities referred to in Item 3.4 over which

(a) the acquiror, either alone or together with any joint actors, has ownership and control,

DELPHI has ownership and control of 14,720,500 Common Shares representing approximately 14.0% of the issued and outstanding Common Shares of the Issuer (calculated on a non-diluted basis immediately after the transaction) and assuming the exercise of 7,839,427 Warrants of the Issuer entitling DELPHI to purchase up to an additional 7,839,427 Common Shares, DELPHI has ownership and control of 22,559,927 Common Shares, representing approximately 19.9% of the issued and outstanding Common Shares of the Issuer (calculated on a partially diluted basis immediately after the transaction).

(b) the acquiror, either alone or together with any joint actors, has ownership but control is held by persons or companies other than the acquiror or any joint actor,

Not applicable.

(c) the acquiror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership, and

Not applicable.

3.6 If the acquiror or any of its joint actors has an interest in, or right or obligation associated with, a related financial instrument involving a security of the class of securities in respect

of which disclosure is required under this item, describe the material terms of the related financial instrument and its impact on the acquiror's securityholdings.

Not applicable.

- 3.7 If the acquiror or any of its joint actors is a party to a securities lending arrangement involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the arrangement including the duration of the arrangement, the number or principal amount of securities involved and any right to recall the securities or identical securities that have been transferred or lent under the arrangement.**

State if the securities lending arrangement is subject to the exception provided in section 5.7 of NI 62-104.

Not applicable.

- 3.8 If the acquiror or any of its joint actors is a party to an agreement, arrangement or understanding that has the effect of altering, directly or indirectly, the acquiror's economic exposure to the security of the class of securities to which this report relates, describe the material terms of the agreement, arrangement or understanding.**

DELPHI has committed itself and has agreed with the Issuer that DELPHI will exercise Warrants only to such an extent, that it will not cause DELPHI to reach or exceed 20% of the issued and outstanding Common Shares of Issuer on a partially diluted basis.

Item 4 – Consideration Paid

- 4.1 State the value, in Canadian dollars, of any consideration paid or received per security and in total.**

The Common Shares were acquired at a price of C\$0.50 per Unit for an aggregate amount of C\$27,750.00.

- 4.2 In the case of a transaction or other occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, disclose the nature and value, in Canadian dollars, of the consideration paid or received by the acquiror.**

See Item 4.1 above.

- 4.3 If the securities were acquired or disposed of other than by purchase or sale, describe the method of acquisition or disposition.**

Not applicable.

Item 5 – Purpose of the Transaction

State the purpose or purposes of the acquiror and any joint actors for the acquisition or disposition of securities of the reporting issuer.

The acquisition was made solely for investment purposes.

Describe any plans or future intentions which the acquiror and any joint actors may have which relate to or would result in any of the following:

- (a) the acquisition of additional securities of the reporting issuer, or the disposition of securities of the reporting issuer;
- (b) a corporate transaction, such as a merger, reorganization or liquidation, involving the reporting issuer or any of its subsidiaries;
- (c) a sale or transfer of a material amount of the assets of the reporting issuer or any of its subsidiaries;
- (d) a change in the board of directors or management of the reporting issuer, including any plans or intentions to change the number or term of directors or to fill any existing vacancy on the board;
- (e) a material change in the present capitalization or dividend policy of the reporting issuer;
- (f) a material change in the reporting issuer's business or corporate structure;
- (g) a change in the reporting issuer's charter, bylaws or similar instruments or another action which might impede the acquisition of control of the reporting issuer by any person or company;
- (h) a class of securities of the reporting issuer being delisted from, or ceasing to be authorized to be quoted on, a marketplace;
- (i) the issuer ceasing to be a reporting issuer in any jurisdiction of Canada;
- (j) a solicitation of proxies from securityholders;
- (k) an action similar to any of those enumerated above.

DELPHI does not have any current plans or future intentions which relate to or would result in any of the events, transactions or circumstances enumerated in paragraphs (a) - (k) above.

In accordance with applicable securities laws, DELPHI may, from time to time and at any time, acquire additional Common Shares and/or other equity, debt or other securities or instruments (collectively, "Securities") of the Issuer in the open market or otherwise, and DELPHI reserves the right to dispose of any or all of its Securities in the open market or otherwise at any time and from time to time, and to engage in similar transactions with respect to the Securities, the whole depending on market conditions, the business and prospects of the Issuer and other relevant factors.

Item 6 – Agreements, Arrangements, Commitments or Understandings With Respect to Securities of the Reporting Issuer

Describe the material terms of any agreements, arrangements, commitments or understandings between the acquiror and a joint actor and among those persons and any person with respect to securities of the class of securities to which this report relates, including but not limited to the transfer or the voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, guarantees of profits, division of profits or loss, or the giving or withholding of proxies. Include such information for any of the securities that are pledged or otherwise subject to a contingency, the occurrence of which would give another person voting power or investment power over such securities, except that disclosure of standard default and similar provisions contained in loan agreements need not be included.

Not applicable.

Item 7 – Change in Material Fact

If applicable, describe any change in a material fact set out in a previous report filed by the acquiror under the early warning requirements or Part 4 in respect of the reporting issuer's securities.

Not applicable.

Item 8 – Exemption

If the acquiror relies on an exemption from requirements in securities legislation applicable to formal bids for the transaction, state the exemption being relied on and describe the facts supporting that reliance.

Not applicable.

Item 9 – Certification

I, as the acquiror, or I, as the agent filing the report on behalf of the acquiror, certify to the best of my knowledge, information and belief, that the statements made in this report are true and complete in every respect.

06 July 2021

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Date

/s/ Wilhelm K. T. Zours

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Signature

Wilhelm K. T. Zours (CEO / Member of the Board)

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Name/Title