

Form 51-102F3
Material Change Report

Item 1 **Reporting Issuer**

ATEX Resources Inc.

Item 2 **Date of Material Change**

March 15, 2019

Item 3 **News Release**

The news release issued with respect to the material change was disseminated through Stockwatch on March 15, 2019

Item 4 **Summary of Material Change**

ATEX RESOURCES INC. ANNOUNCES \$1.5 MILLION PRIVATE PLACEMENT.

Item 5 **Full Description of Material Change**

VANCOUVER, British Columbia, March 15, 2019 - **ATEX Resources Inc. (TSXV:ATX)** ("**ATEX**") is pleased to announce it will be conducting a private placement of up to 10,000,000 units ("**Units**") at a price of \$0.15 per Unit for gross proceeds of up to \$1.5 million (the "**Financing**"). Each Unit is comprised of one common share of ATEX and one common share purchase warrant. Each warrant entitles its holder to acquire one additional common share of ATEX at a price of \$0.20 per share within the 5-year period following the closing of the Financing.

The proceeds from the Financing will be used for new project evaluation and acquisition, as well as for general working capital purposes. ATEX may pay a cash finder's fee of 5% on any portion of the Financing.

The Financing is subject to all necessary regulatory approvals, including acceptance by the TSX Venture Exchange. The securities to be issued in the Financing will be subject to a four-month hold period in accordance with applicable Canadian securities laws

Item 6 **Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

This report is not being filed on a confidential basis.

Item 7 **Omitted Information**

No information has been intentionally omitted from this form.

Item 8 **Senior Officer**

For further information, contact Carl Hansen, Chairman of the Company at 416-953-0258

Item 9 **Date of report**

March 15, 2019