

**Form 51-102F3
Material Change Report**

Item 1 Reporting Issuer

ATEX Resources Inc.

Item 2 Date of Material Change

June 10, 2020

Item 3 News Release

The news release issued with respect to the material change was disseminated through Newsfile on June 10, 2020.

Item 4 Summary of Material Change

ATEX Resources Inc. announces that its Board of Directors has appointed Dr. Raymond Jannas to the position of President and CEO. Carl Hansen, the current President and CEO, will remain with ATEX Resources Inc. taking on the role of Non-executive Chairman of the Board of Directors.

Item 5 Full Description of Material Change

VANCOUVER, British Columbia, June 10, 2020 - **ATEX Resources Inc. (TSXV:ATX)** ("**ATEX**") is pleased to announce that its Board of Directors has appointed Dr. Raymond Jannas to the position of President and CEO. Carl Hansen, the current President and CEO, will remain with ATEX taking on the role of Non-executive Chairman of the Board of Directors.

"On behalf of ATEX's Board of Directors, I am very pleased to welcome Dr. Raymond Jannas as the CEO," said Carl Hansen, Chairman. "Dr. Jannas has an unparalleled wealth of exploration experience throughout Latin America, having made significant discoveries while working with a number of major gold companies. We believe that the execution of the ATEX's business plan under Dr. Jannas' leadership will be the best path forward to maximize value for shareholders."

Dr. Jannas stated: "I am excited to be leading ATEX and working closely with the Board to build on the initial progress it has made at its Valeriano copper gold project as well as to grow ATEX's portfolio of exploration assets in Chile and evaluate expanding to other countries in Latin America."

Dr. Jannas' Biography

Dr. Jannas, a resident of Santiago, Chile, has over 35 years' experience in the mining geology and exploration industry focused largely in Chile, Peru, Argentina, Colombia, Mexico and Venezuela. He has held senior positions with Gold Fields, Barrick Gold, LAC Minerals, Hochschild Mining and Metallica Resources. Dr. Jannas headed exploration teams that led to the discovery of major mineral deposits Pascua-Lama, El Morro and Cortadera in Chile, and Choco 10 in Venezuela. He also was responsible for the acquisition of the Cerro Corona project in Peru for Gold Fields. Dr. Jannas has a Ph.D. from Harvard University.

In conjunction with his appointment, Dr. Jannas has been granted 250,000 stock options. Each option has a five-year term and is exercisable at \$0.15 per common share.

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

Thomas Pladsen. For further information, email info@atexresources.com

Item 9 Date of report

June 10, 2020