

SCHEDULE A
EXHIBITS TO THE NOTICE OF THE
ANNUAL AND SPECIAL MEETING OF SHAREHOLDERS
OF
ROCKEX LIMITED
MEETING DATE - MAY 27, 2010

EXHIBIT "A"

FIXING THE MINIMUM AND MAXIMUM NUMBER OF DIRECTORS

WHEREAS the Articles of the Corporation provide that the number of directors be fixed at a minimum of one (1) director and a maximum of nine (9) directors;

AND WHEREAS it is in the best interests of the Corporation that the Articles be amended to provide for a minimum of three (3) directors and a maximum of ten (10) directors;

NOW THEREFORE BE IT RESOLVED AS A SPECIAL RESOLUTION THAT:

1. The Articles of the Corporation be amended to provide for a minimum of three (3) directors and a maximum of ten (10) directors.
2. Any officer or director of the Corporation be and he is hereby authorized and directed to execute and deliver Articles of Amendment, in duplicate, to the Ministry of Government Services and to do all things and execute all documents required in order to carry out the said amendment.
3. The number of directors within the minimum and maximum as provided in the Articles of the Corporation is hereby currently fixed at six (6).
4. Hereafter, the directors of the Corporation be and they are hereby authorized and empowered to fix the number of directors within the minimum and maximum as provided in the Articles of the Corporation.

EXHIBIT "B"

INCREASE OF AUTHORIZED CAPITAL:

WHEREAS it is desirable to increase the authorized capital by create an unlimited number of special shares issuable in series;

NOW THEREFORE BE IT RESOLVED AS A SPECIAL RESOLUTION THAT the Corporation be it and is hereby authorized to create an unlimited number of special shares issuable in series (the "**Special Shares**"). The rights, privileges, conditions and restrictions attaching to the Special Shares shall be as set out in Exhibit B1 attached hereto.

EXHIBIT "C"

CHANGE OF NAME

WHEREAS it is desirous to change the name of the Corporation to **ROCKEX MINING LIMITED**;

AND WHEREAS:

- (a) the Corporation is able to pay its liabilities as they become due; and
- (b) the realizable value of the Corporation's assets is greater than the aggregate of its liabilities;

NOW THEREFORE BE IT RESOLVED AS A SPECIAL RESOLUTION THAT:

1. The Articles of the Corporation be and the same are hereby amended to change the name of the Corporation from **ROCKEX LIMITED** to **ROCKEX MINING LIMITED**.
2. Any officer or director of the Corporation be and he is hereby authorized and directed to execute and deliver Articles of Amendment in duplicate to the Ministry of Government Services and to do all things and execute all documents required in order to carry out the said amendment.

EXHIBIT "D"

STOCK OPTION PLAN

BE IT RESOLVED THAT the stock option plan dated February 1, 2010 for directors, officers, consultants and key employees of the Corporation, and the grant of stock options thereunder, be and the same are hereby approved, ratified and confirmed.

EXHIBIT "E"

RATIFICATION OF ALL ACTS

BE IT RESOLVED THAT all resolutions, contracts, acts, and proceedings of the director and officers of the Corporation enacted, passed, made, done or taken since the incorporation of the Corporation on the 4th day of June, 2007, as set forth or referred to (i) in the minutes of the meetings and resolutions of the board of directors, (ii) in the books and records of the Corporation, (iii) in the financial statements of the Corporation or (iv) in any information disseminated to the shareholders, including any decisions made by the director where there was a conflict of interest (including without limitation, agreements to acquire the McVicar Property and the Eagle Island Property from Pierre Gagné (and granting royalties to the vendor(s) thereof), paying management fees directly or indirectly to Pierre Gagné and issuing shares to Pierre Gagné), be and the same are hereby approved, ratified and confirmed.