

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

**1. Name and Address of Company**

Mineworx Technologies Ltd. (“**Mineworx**” or the “**Corporation**”)  
Suite 1000, Livingston Place West  
250 2nd Street SW, Calgary, AB T2P 0C1

**2. Date of Material Change**

March 9, 2021

**3. News Release**

A press release was disseminated on March 9, 2021 via Globe Newswire.

**4. Summary of Material Change**

Mineworx announces a non-brokered Private Placement.

**5. Full Description of Material Change**

**5.1 Full Description of Material Change**

**Calgary, AB, Canada – March 9, 2021 – Mineworx Technologies Ltd.**, (the “**Corporation**” or “**Mineworx**”) (TSXV: MWX) (OTCQB: MWXRF) (FSE: YRS WKN: A2DSW3) announced today the preliminary results of the previously announced rights offering (the “**Rights Offering**”), which was over-subscribed by over 100 million shares.

Due to the strong demand, the Corporation intends to complete a non-brokered private placement offering of common shares of the Corporation (“**Common Shares**”) at a price of \$0.03 per Common Share, for gross proceeds of up to \$1,500,000 (the “**Private Placement**”). The closing of the private placement is expected to occur on or about March 19, 2021 and is subject to regulatory approval, including approval of the TSX Venture Exchange. The Corporation intends to use the proceeds from the Private Placement for capital expenditures and for general corporate purposes.

The Corporation also announced that the previously announced proposed consolidation (the “**Consolidation**”) of its Common Shares on the basis of 2 pre-Consolidation Common Shares for 1 post-Consolidation Common Share will be delayed until after the closing of the Rights Offering and the Private Placement.

**5.2 Disclosure for Restructuring Transactions**

Not Applicable

**6. Reliance on Section 7.1(2) of National Instrument 51-102**

Not Applicable

**7. Omitted Information**

Not Applicable

**8. Executive Officer**

The name and business number of the executive officer of the Corporation who is knowledgeable about the material change and this report is:

Greg Pendura, President and CEO  
780-800-0726  
[greg@mineworx.net](mailto:greg@mineworx.net)

**9. Date of Report**

March 9, 2021