

**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 11, 2021

3. News Release

A press release was disseminated on March 11, 2021 via Globe Newswire.

4. Summary of Material Change

Mineworx completes the Rights Offering..

5. Full Description of Material Change

5.1 Full Description of Material Change

Calgary, AB, Canada – March 11, 2021 – Mineworx Technologies Ltd., (the "**Corporation**" or "**Mineworx**") (TSXV: MWX) (OTCQB: MWXRF) (FSE: YRS WKN: A2DSW3) announced today the successful completion of the previously announced rights offering (the "**Offering**"), subject to final approval of the TSX Venture Exchange ("**TSX Venture**"). The Offering was over-subscribed and at closing, Mineworx issued 322,765,080 common shares of the Corporation (each a "**Common Share**") at a price of \$0.015 per Common Share, raising total gross proceeds of approximately \$4,841,476.

A total of 219,565,413 Common Shares were issued under the basic subscription privilege and an additional 103,199,667 Common Shares were issued under the additional subscription privilege. As of the closing date, 645,530,160 Common Shares of Mineworx are issued and outstanding. To the knowledge of Mineworx, after reasonable inquiry, no person that was not an insider of Mineworx became an insider as a result of the distribution under the Offering.

The actual allocation of the shares issued under the additional subscription privilege is completed by CDS, so if you subscribed for these additional shares you will need to check with your broker for the actual amount of your order that was filled.

Mineworx intends to use the available funds from the Offering for the purposes identified in the rights offering circular of Mineworx dated January 22, 2021. However, there may be circumstances where a reallocation of the available funds may be necessary.

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

9. Date of Report

March 11, 2021