

**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 18, 2021

**3. News Release**

A press release was disseminated on March 18, 2021 via Globe Newswire.

**4. Summary of Material Change**

Mineworx completes the Private Placement.

**5. Full Description of Material Change**

**5.1 Full Description of Material Change**

**Edmonton, AB, Canada – March 18, 2021 Mineworx Technologies Ltd.**, (the “**Company**” or “**Mineworx**”) (TSXV: MWX) has closed the previously announced non-brokered private placement for gross proceeds of \$1,200,059. The private placement was for 40,001,966 common shares at \$0.03 each.

The securities issued are subject to a four month hold period from the date of issuance and the company will not be paying any finder’s fees.

The Company intends to use the proceeds from the private placement for the further exploration and development of the Company’s Spanish mining assets.

The shares to be issued under the Private Placement have not been and will not be registered under the U.S. Securities Act of 1933, as amended, or any state securities laws and may not be offered or sold in the United States or to U.S. Persons absent registration or an applicable exemption from registration. This press release is not an offer or a solicitation of an offer of securities for sale in the United States, nor will there be any sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful.

**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 18, 2021