

**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 19, 2021

**3. News Release**

A press release was disseminated on March 19, 2021 via Globe Newswire.

**4. Summary of Material Change**

Mineworx provides an update on the Share Consolidation.

**5. Full Description of Material Change**

**5.1 Full Description of Material Change**

**Calgary, AB, Canada – March 19, 2021 – Mineworx Technologies Ltd.**, (the “**Corporation**” or “**Mineworx**”) (TSXV: MWX) (OTCQB: MWXRF) (FSE: YRS WKN: A2DSW3) announced that, further to its January 22, 2021 news release, effective on or about Tuesday, March 23, 2021, the Corporation will complete the consolidation (the “**Consolidation**”) of its Common Shares on the basis of 2 pre-Consolidation Common Shares for 1 post-Consolidation Common Share, subject to regulatory approval, including approval of the TSX Venture Exchange (“**TSX Venture**”). Where the exchange results in a fractional share, the number of Common Shares will be rounded up to the next greater whole number of Common Shares if the fractional entitlement is equal to or greater than 0.5 and shall, without any additional compensation, be rounded down to the next lesser whole number of Common Shares if the fractional entitlement is less than 0.5 and, in calculating such fractional interests, all Common Shares registered in the name of and held by such Shareholder shall be aggregated. Shareholder approval of the Consolidation was obtained at the special shareholders meeting held on March 2, 2021. A new CUSIP number of 603465204 replaces the old CUSIP number of 603465105, to distinguish between the pre- and post- consolidated Common Shares. The Corporation’s name and trading symbol will remain unchanged.

The Consolidation is being conducted on a “push-out” basis. Shareholders of the Corporation, with or without a physical share certificate, do not need to take any action with respect to the Consolidation. Share certificates for the post-Consolidation Common Shares will be mailed on or about March 25, 2021. Existing share certificates will be cancelled.

Commencing at the opening of trading on or about Tuesday, March 23, 2021, the Common Shares of the Corporation will trade on a post-Consolidation basis on the TSX Venture. Following the closing of the Offering and the completion of the Consolidation, there are expected to be 342,766,063 post-Consolidation Common Shares outstanding.

**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 19, 2021