

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

**Item 1.        Name and Address**

King Global Ventures Inc. (the “**Company**”)  
82 Richmond St East, Suite 200  
Toronto, Ontario  
M5C 1P1

**Item 2.        Date of Material Change**

July 16, 2024

**Item 3.        News Release**

The news release describing the material change was disseminated on July 16, 2024 through GlobeNewswire and filed on SEDAR+.

**Item 4.        Summary of Material Change**

The Company announced that it has closed its previously announced non-brokered private placement (the “Financing”). The Company raised gross proceeds of \$3,379,600 through the issuance of 13,518,400 units at \$0.25 per Unit. Robert Dzisiak, Chief Executive Officer of the Company, subscribed for 100,000 Units of the Company, representing 0.73 % of the Units issued. In addition, 1,400,000 Units were subscribed for by a Director of the Company, representing 10.39% of the units issued. The shares of this Director are subject to CSE escrow provisions.

The Company paid finders’ fees to qualified finders of \$4,205 and issued 168,200 broker warrants. The broker warrants are exercisable on the same terms as the Warrants and expire on July 16, 2026.

Securities issued on this closing will be subject to a statutory hold period expiring November 17, 2024.

The Corporation intends to use the net proceeds to fund exploration expenditures on the Silver Cord Project, reserve for acquisitions and working capital.

The Company also announces that Mr. Ben Hudy has been appointed as a Director and Chairman of the Company effective July 16, 2024.

**Item 5.        Full Description of Material Change**

**5.1        *Full Description of Material Change***

The Company announced that it has closed its previously announced non-brokered private placement (the “Financing”). The Company raised gross proceeds of \$3,379,600 through the issuance of 13,518,400 units at \$0.25 per Unit.

Pursuant to the terms of the Financing, each unit is comprised of one common share and one two-year share purchase warrant (the “Warrants”). Each warrant is exercisable at \$0.35 in the first six months and \$0.45 in the next 18 months, subject to acceleration. The warrants shall be subject to the Company’s ability to accelerate expiry, upon 30 days notice, in the event that the shares of the Company trade at \$0.70 or higher for 10 consecutive trading days.

Robert Dzisiak, Chief Executive Officer of the Company, subscribed for 100,000 Units of the Company, representing 0.73 % of the Units issued.

In addition, 1,400,000 Units were subscribed for by a Director of the Company, representing 10.39% of the units issued. The shares of this Director are subject to CSE escrow provisions.

The Company has relied on the exemptions from the valuation and minority shareholder approval requirements of MI 61-101 contained in sections 5.5(a) and 5.7(a) of MI 61-101 in respect of such insider participation.

The Company paid finders' fees to qualified finders of \$4,205 and issued 168,200 broker warrants. The broker warrants are exercisable on the same terms as the Warrants and expire on July 16, 2026.

Securities issued on this closing will be subject to a statutory hold period expiring November 17, 2024.

The Corporation intends to use the net proceeds to fund exploration expenditures on the Silver Cord Project, reserve for acquisitions and working capital.

The Company also announces that Mr. Ben Hudye has been appointed as a Director and Chairman of the Company effective July 16, 2024.

**5.2 Disclosure for Restructuring Transactions**

Not applicable.

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

Not applicable.

**Item 7. Omitted Information**

No information has been omitted in respect of this material change.

**Item 8. Executive Officer**

The following executive officer of the Company is knowledgeable about the material change disclosed in this report and may be contacted as follows:

Robert Dzisiak, Chief Executive Officer  
Telephone: (204) 955-4803

**Item 9. Date of Report**

July 18, 2024.