

**Form 51-102F3
Material Change Report**

Item 1 Name and Address of Company

Benjamin Hill Mining Corp. (the "**Company**")
1050 - 12471 Horseshoe Way
Richmond, British Columbia V7A 4X6

Item 2 Date of Material Change

March 26, 2024

Item 3 Date of News Release

The Company disseminated the news releases via Newsfile and filed it via SEDAR with the British Columbia, Alberta and Ontario Securities Commissions, on March 4, 2024 and March 26, 2024 with respect to the private placement of units closed on March 26, 2024.

Item 4 Summary of Material Change

The Company announced that it has completed brokered private placement of 8,352,750 units (the "**Units**"), at a price of \$0.64 per unit for total gross proceeds of \$5,345,750. 6,792,500 of the Units were offered pursuant to the listed issuer financing exemption and 1,560,250 of the Units were offered pursuant to various accredited investor exemptions.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please see the Company's news releases dated March 4, 2024 and March 26, 2024, which are available at www.sedarplus.ca.

5.2 Disclosure for Restructuring Transactions

N/A

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

N/A

Item 7 Omitted Information

N/A

Item 8 Executive Officer

Cole McClay, CEO and Director, (604) 683-3995
Email: cole@benjaminhillmining.com

Item 9 Date of Report

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 26th day of March, 2024

BENJAMIN HILL MINING CORP.

"Cole McClay"

Per: Cole McClay