

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

1. NAME AND ADDRESS OF COMPANY

Manning Ventures Inc.
Suite 303, 750 West Pender Street
Vancouver, BC
V6C 2T7

2. DATE OF MATERIAL CHANGE

June 1, 2021

3. PRESS RELEASE

The press release was issued on June 1, 2021 and was disseminated through the facilities of a recognized newswire services. A copy of the press release was filed on SEDAR.

4. SUMMARY OF MATERIAL CHANGE

Manning Ventures reports high grade gold results from Flint Lake sampling program.

5. FULL DISCLOSURE OF MATERIAL CHANGE

Full Description of Material Change

Vancouver, British Columbia, June 1, 2021 - Manning Ventures Inc. (the "**Company**" or "**Manning**") (CSE: MANN; Frankfurt: 1H5) is pleased to announce results from a recent ground exploration program at the Flint Lake gold project, located in Ontario, Canada. The Flint Lake property is subject to an option agreement with Metals Creek Resources whereby Manning has the right to earn a 100% interest of Metals Creeks 81.3 % interest in the Flint Lake project. The other 18.7% is owned by Endurance Gold Corp

Geologists conducted a sampling program focused on modest sized rock piles representing "stockpiles" from historic underground excavations at the Flint Lake Mine (Thomas Edison Occurrence) as well as prospecting and soil sampling within the Flint Lake claim block. The program was designed to sample and test the gold grades of the 'underground rock stockpiles' that remain at the west end of the historic mine. Three separate piles of broken quartz/carbonate material were sampled. A fourth pile of material is composed mainly of host chlorite schist from trenching in 2016 and was not sampled in this program.

Ten (10) random, unbiased samples were grabbed from each of the three quartz/carbonate piles with an additional five samples collected from loose muck lying on the ground for a total of thirty-five samples. Samples were bagged and labelled individually for assay and sent to Actlabs in Thunder Bay for gold analysis.

The stockpile sampling program resulted in assays from detection limit (<5 ppb) to 350.0 grams-per-tonne (“g/t”) gold (“Au”). The piles are considered to be well mixed and therefore the random sampling from each is considered to represent approximate grades of each. Based upon the assay results and type of material the gold is hosted in, it appears the gold is coarser free gold that should be amenable to extraction via normal milling methods.

All samples were processed at Actlabs by fire assay. The fire assays have an upper limit of 5 g/t. Protocol used for gold analysis at Actlabs ensure that any samples >1 g/t Au are to have gravimetric analysis and any samples >5 g/t Au are to have pulp metallic analysis to determine if any coarse gold is getting caught in the screens.

Sample location breakdown in the following table:

- SP1 – SP10: Stockpile 1
- SP11 – SP20: Stockpile 2
- SP21 – SP30: Stockpile 4
- SP31 – SP35: from outside the piles

The 35 individual samples were sent to Actlabs in Thunder Bay for gold analysis. *Note: The surface grab samples described in this news release are selective by nature and are unlikely to represent average grades of the property.*

Table of Sample #'s, UTM Coordinates and Assay Values:

Sample ID	Easting	Northing	Au PPB	Fire Assay Au g/t	Gravimetric Au g/t	Metallic Au g/t
SP1	440372.7	5466281.2	225	0.225		
SP2	440373.1	5466282.1	< 5	< 0.005		
SP3	440373.1	5466281.5	70	0.07		
SP4	440373.6	5466281.9	100	0.1		
SP5	440374.6	5466282.1	39	0.039		
SP6	440375.1	5466282.5	3320	3.32	2.47	
SP7	440375.1	5466282	24	0.024		
SP8	440377.2	5466281.9	3220	3.22	3.59	
SP9	440375.7	5466281	> 5000	> 5.000	19.5	22.7
SP10	440375.9	5466281.4	4270	4.27	4.43	
SP11	440380	5466281.3	4030	4.03	3.21	
SP12	440379.4	5466281	320	0.32		

SP13	440379.8	5466280.7	1580	1.58	2.05	
SP14	440379.6	5466280.2	24	0.024		
SP15	440380.5	5466280.9	61	0.061		
SP16	440378.8	5466279	> 5000	> 5.000	14.6	15
SP17	440379.3	5466279.4	2820	2.82		
SP18	440379.3	5466278.9	> 5000	> 5.000	6.13	9.52
SP19	440378.4	5466279.5	37	0.037		
SP20	440378.9	5566280.4	50	0.05		
SP21	440374.1	5466276.8	> 5000	> 5.000	37.4	46.3
SP22	440375.6	5466276.5	1440	1.44	1.68	
SP23	440376.4	5466275.9	2540	2.54	2.88	
SP24	440373.1	5466275.9	> 5000	> 5.000	13	14.6
SP25	440374.4	5466275.8	> 5000	> 5.000	36.6	40.4
SP26	440373.2	5466275.7	> 5000	> 5.000	46	54.2
SP27	440373.6	5466275.8	2730	2.73	2.46	
SP28	440375.4	5466275	2040	2.04	2.33	
SP29	440375.9	5466275.3	> 5000	> 5.000	4.49	4.78
SP30	440376.5	5466275	> 5000	> 5.000	8.58	8.76
SP31	440371.7	5466275.1	> 5000	> 5.000	28.9	32.3
SP32	440371.6	5466276.1	250	0.25		
SP33	440371.2	5466275.3	> 5000	> 5.000	324	350
SP34	440370.5	5466276.1	> 5000	> 5.000	87.7	115
SP35	440370.5	5446276.5	358	0.358		

Based upon the analytical evidence, it appears the gold is coarser free gold, as gold grades increased with gravimetrics and furthermore by metallic analysis. The results show an average increase in gravimetric grade of 3.7% over fire assay results. When comparing gravimetric results of samples >5 g/t Au to the pulp metallic analysis, the average gold grade increases by 13%.

Prospecting took place along strike of the historic mine (trench) by traversing in a zipper pattern; back and forth across what is thought to be the extension of the high-grade quartz/carbonate veining. There is a coincident and fairly moderate northwest striking magnetic low along strike that is interpreted to be the deformation zone hosting the quartz/carbonate veining. The traverse was entirely in thick cedar swamp with no knobs of outcrop.

The Technical Information contained in this news release has been reviewed and approved by Wayne Reid, who is a “qualified person” as defined by National Instrument 43-101 *Standards of Disclosure for Mineral Projects*.

About Manning

Manning is a broad-based mineral exploration and development company with a focus in Canada. Manning holds a 100% interest in two mineral properties located in the province of Quebec, namely the Lac Simone Project and the Hope Lake Iron Ore Projects. The Company is also currently earning towards a majority interest in the Squid East Silver-Gold Property, located in the Yukon, and the Flint Lake Gold Project located in Ontario.

For further information contact:

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6. RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102

Not applicable.

7. OMITTED INFORMATION

No information has been intentionally omitted from this form.

8. EXECUTIVE OFFICER

The name and business number of an officer of the Company through whom an executive officer who is knowledgeable about the material change and this report may be contacted is:

Alex Klenman
Chief Executive Officer

Tel: 604-681-0084

9. DATE OF REPORT

DATED this 1st day of June, 2021