

**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

December 16, 2021

3. PRESS RELEASE

The press release was issued on December 16, 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 to acquire Bounty Lithium Project, Quebec.

5. FULL DISCLOSURE OF MATERIAL CHANGE

Full Description of Material Change

Vancouver, British Columbia, December 16, 2021 - Manning Ventures Inc. (the "**Company**" or "**Manning**") (CSE: MANN; FRA: 1H5) is pleased to announce that it has entered into a Property Acquisition Agreement (the "**Acquisition Agreement**") with SCD Investment Corp. ("**SCD**") dated December 15, 2021, pursuant to which the Company has agreed to acquire a 100% interest in the Bounty Lithium Project (the "**Property**"). The Property, which consists of 89 mineral claims totaling 4,659 hectares, is located in the James Bay Region of west-central, Quebec. In accordance with the terms and conditions of the Acquisition Agreement and as consideration for the acquisition of the Property, the Company has agreed to (i) pay SCD cash consideration of \$25,000, and (ii) grant SCD a 2.0% net smelter return royalty on the Property.

The Property was staked due to its prospective nature for hosting hard-rock, pegmatite-hosted lithium mineralization. It was selected as a result of a regional targeting method which included the review of pegmatite occurrences across Quebec with the appropriate indicator-mineralogy and indicator-chemistry for hosting spodumene-bearing pegmatites, within favourable host-rocks. The Property is host to several known pegmatite outcrops, but no lithium-focused work has been conducted on the Property, and thus no lithium-bearing occurrences have yet been noted. Twenty-nine target areas have been identified based on the aforementioned targeting criteria and confirmed using aerial imagery.

"This acquisition adds to the profile of Manning Ventures into the energy-storage sector," said CEO, Alex Klenman. "Quebec remains a top jurisdiction to explore for lithium-bearing pegmatites, and

with the recent acquisition, in an area that has a stream-lined permitting process, and nearby infrastructure. We look forward to developing it in the coming months,” continued Mr. Klenman.

The James Bay Pegmatite District of Quebec is known to host several large lithium pegmatite deposits including:

- Whabouchi Lithium Deposit of Nemaska Lithium;
- Rose Lithium-Tantalum Deposit of Critical Elements Lithium Corp; and
- James Bay Project of Allkem.

Spodumene bearing pegmatites are important sources of hard rock lithium. With rising EV demand lithium hydroxide and lithium carbonate prices have risen by over 200% during 2021. Despite the price rises the forecast lithium market imbalance will continue to increase dramatically in coming years (Allkem, CEO Presentation, 2021).

The Company anticipates undertaking an aggressive approach to exploration of the Property. Given its setting within the Eastmain Greenstone Belt, which is also prospective for gold occurrences, airborne geophysics can be used to highlight magnetically quite corridors favorable for pegmatite occurrences. Some follow up ground work is anticipated during winter months which will include the examination of prominent outcrops and visual inspection for lithium minerals.

Further, the Company is continuing to evaluate a number of opportunities in the battery mineral sector.

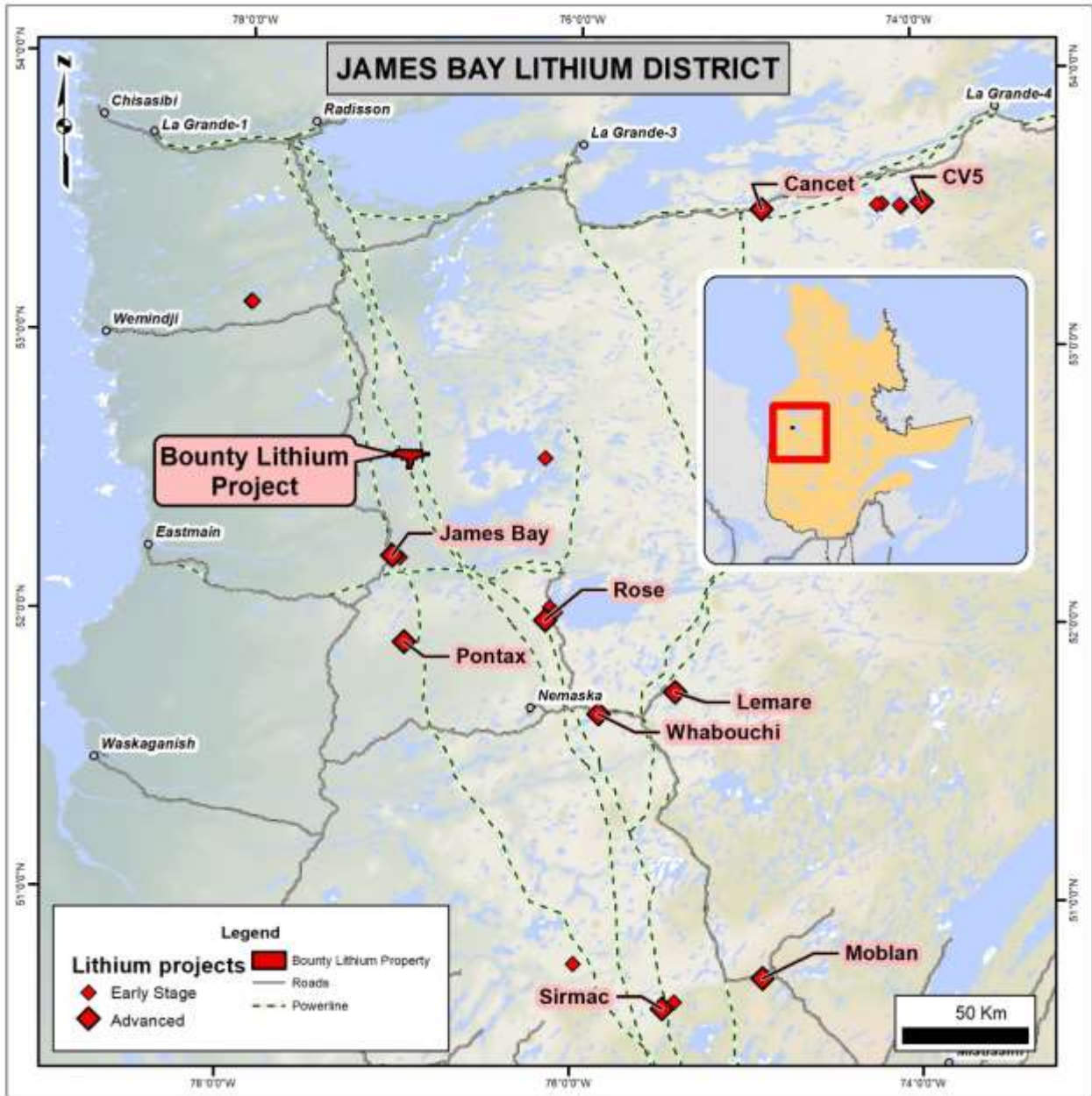


Figure 1: Manning's property within the James Bay Lithium-Pegmatite District, Quebec.

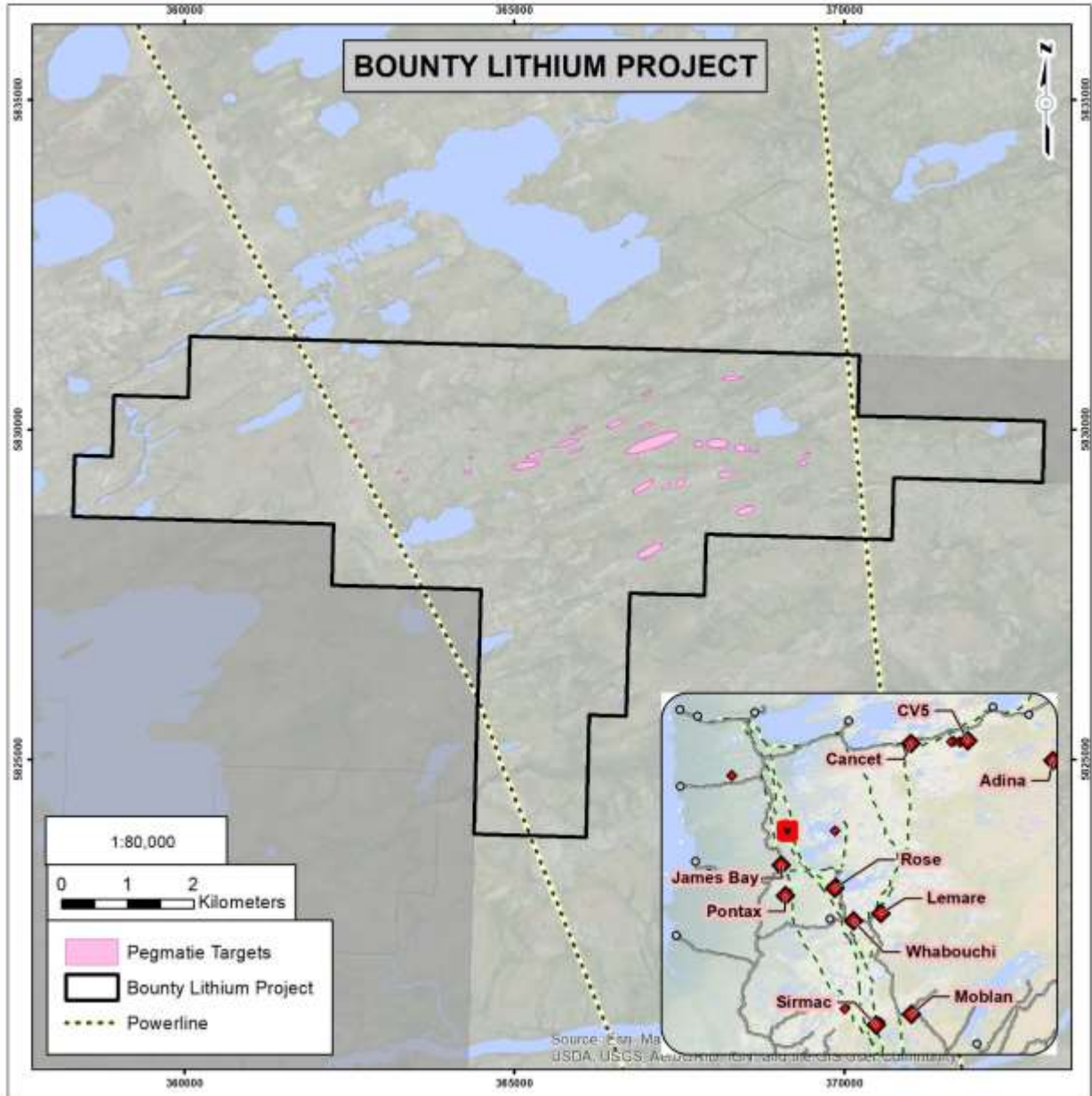


Figure 2: Bounty Lithium Project with pegmatite target areas.

QP Disclosure

Neil McCallum, B.Sc., P.Geo., of Dahrouge Geological Consulting Ltd., a registered permit holder with the Ordre des Géologues du Québec and Qualified Person as defined by National Instrument 43-101 – *Standards of Disclosure for Mineral Projects*, supervised the preparation of the technical information in this news release.

About Manning Ventures

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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www.manning-ventures.com

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: 604-970-4330

9. DATE OF REPORT

DATED this 16th day of December, 2021