

**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

February 11, 2022

3. PRESS RELEASE

The press release was issued on February 11, 2022 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 announces new Chief Financial Officer.

5. FULL DISCLOSURE OF MATERIAL CHANGE

Full Description of Material Change

Vancouver, British Columbia, February 11, 2022 - Manning Ventures Inc. (the "**Company**" or "**Manning**") (CSE: MANN; Frankfurt: 1H5; US: MANVF) announces that Zula Kropivnitski, the Company's Chief Financial Officer, Corporate Secretary and a director of the Company, has resigned effective February 8th, 2022 to pursue other career opportunities. The Company would like to thank Ms. Kropivnitski for her contributions to the Company and wishes her every success in her future endeavors.

The Company is pleased to announce that Heidi Gutte has been appointed as Chief Financial Officer and Corporate Secretary of the Company. Ms. Gutte specializes in providing corporate finance, financial reporting, consulting, taxation and other accounting services to both small businesses as well as public companies in various industries. Ms. Gutte earned her bachelor's degree of computer engineering from the University of Applied Sciences in Brandenburg, Germany. She holds the professional designation of Chartered Professional Accountant (CPA, CGA) and is a member of Chartered Professional Accountants of British Columbia and Canada.

About Manning

Manning is a broad-based mineral exploration and development company with a focus in Canada. Manning holds a 100% interest in six mineral properties located in the province of Quebec. The

Company is also currently earning towards a majority interest in the Flint Lake Gold Project located in Ontario.

For further information contact:

Manning Ventures Inc.
Alex Klenman - CEO
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Telephone: (604) 681-0084
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 11th day of February, 2022.