

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

**Item 1. Name and Address of Company**

Manning Ventures Inc. (the “Company”)  
#488, 1090 West Georgia Street  
Vancouver, BC  
V6E 3V7

**Item 2. Date of Material Change**

October 12, 2023

**Item 3. News Release**

A news release dated October 5, 2023, was disseminated and filed on SEDAR.

**Item 4. Summary of Material Change**

The Company has implemented the previously announced consolidation of its common shares in the capital of the Company (the “Shares”) on a four (4) for one (1) basis.

**Item 5.1. Full Description of Material Change**

Further to the Company’s news releases dated October 3, 2023, and October 5, 2023, the Company has implemented the previously announced consolidation (the “Consolidation”) of its Shares on the basis of four (4) pre-Consolidation Shares for every one (1) post-Consolidation Share, effective as of October 12, 2023.

The name of the Company and trading symbol remain the same after the Consolidation. The new CUSIP number is 56389K207 and the new ISIN number is CA56389K2074 for the post-Consolidation Shares.

The Company’s post-Consolidation Shares are now trading on the Canadian Securities Exchange (the “CSE”). The total issued and outstanding number of Shares post-Consolidation is 22,687,242.

No fractional Shares were issued in connection with the Consolidation. In the event a holder of Shares was otherwise entitled to receive a fractional Share in connection with the Consolidation, the number of Shares received by such shareholder was rounded down to the next whole number if that fractional Share was less than one-half (1/2) of a Share, and was rounded up to the next whole number of Shares if that fractional Share was equal to or greater than one-half (1/2) of a Share.

Registered shareholders that hold physical Share certificates will receive a letter of transmittal requesting that they forward pre-Consolidation Share certificates to the Company's transfer agent, Computershare Investor Services Inc., to exchange for new Share certificates representing Shares on a post-Consolidation basis. Shareholders who hold their Shares through a broker or other intermediary and do not have Shares registered in their own name will not be required to complete a letter of transmittal.

**Item 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 was omitted.

**Item 8. Executive Officers**

The following senior officer of the Company is knowledgeable about the material change and this Material Change Report and may be contacted:

Alex Klenman  
Chief Executive Officer  
Telephone: 604.970.4330

**Item 9. Date of Report**

October 13, 2023