

**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**

March 5, 2024

**3. PRESS RELEASE**

The press release was issued on March 5, 2024 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 Copper Project in Nevada.

**5. FULL DISCLOSURE OF MATERIAL CHANGE**

**Full Description of Material Change**

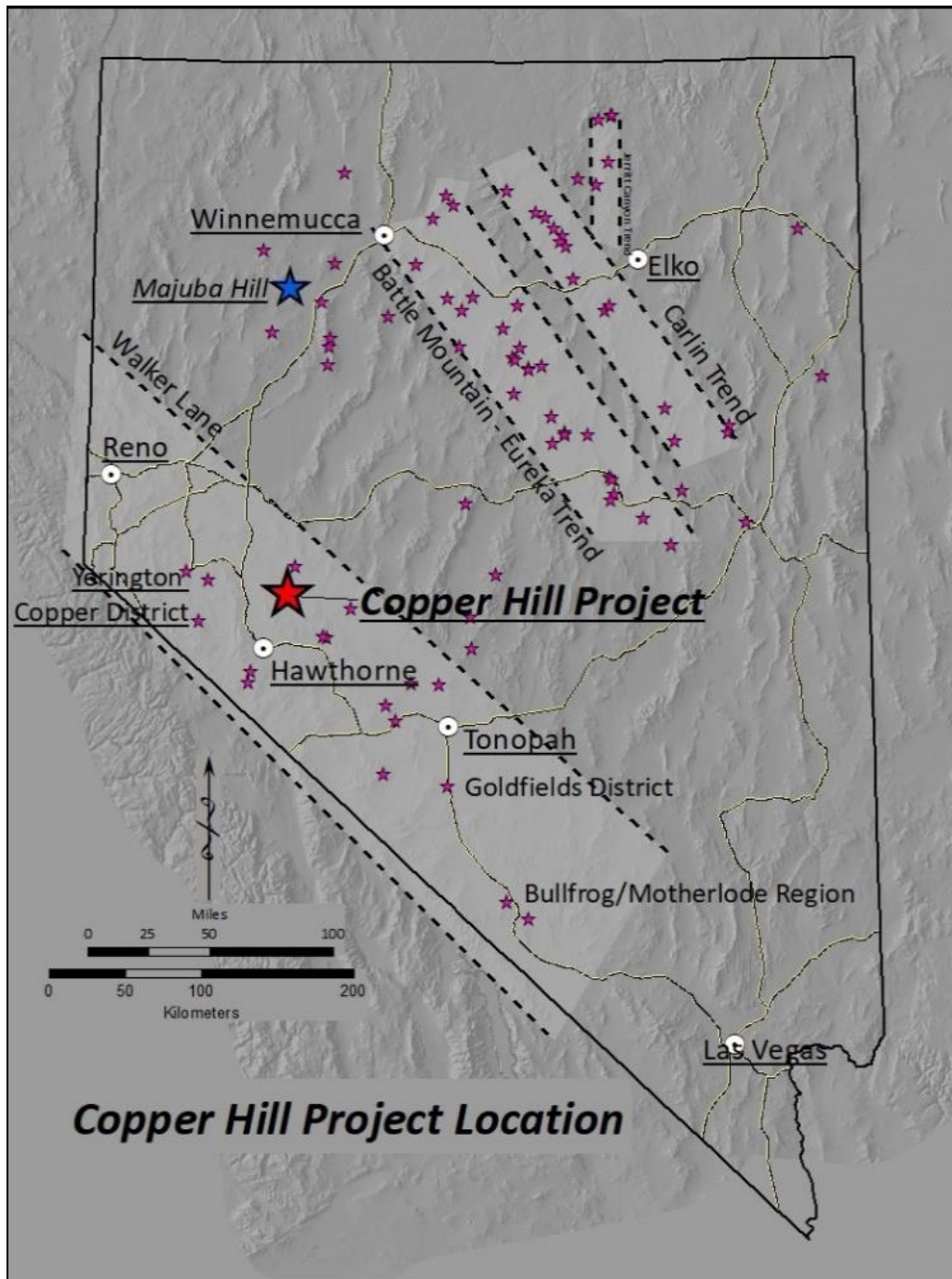
**Vancouver, British Columbia, March 5, 2024** – Manning Ventures Inc. (the “**Company**” or “**Manning**”) (CSE: MANN; Frankfurt: 1H5) is pleased to announce that it has entered into an Option Agreement (the “**Option Agreement**”) with Claremont Mines Nevada, LLC (the “**Optionor**”) who is the legal and beneficial owner of 66 unpatented lode mineral claims located in the State of Nevada (the “**Copper Hill Project**”) whereby the Optionor has granted the Company the right to acquire a 100% interest in the Copper Hill Project, located within the Walker Lane Trend, Nevada, USA.

The Company is eager to expand its energy metals exposure, and increasing its footprint in copper at this time is strategically significant. “Supply deficits, declining grades, and geopolitical instability combined with a widening supply imbalance and increased demand are fueling what appears to be a very strong copper market in the years ahead,” said Alex Klenman, CEO. “New supplies from proven geopolitically sound jurisdictions must be secured to meet demand estimates over the next few decades. We like this project in Nevada, which has seen strong historical results. This is an excellent addition to our portfolio, and we’ll announce phase one exploration and drilling plans shortly,” continued Mr. Klenman.

**About the Copper Hill Project**

Copper Hill hosts copper-gold-molybdenum mineralization in both porphyry and skarn styled deposits in Mineral County, Nevada. The property consists of 66 mineral claims covering an area of 2.3 miles. The property is located 22 miles north of Hawthorne, Nevada and is accessible using well-maintained County Roads.

The Project is centered on a Jurassic Age quartz monzonite porphyry intruding Triassic age Luning Limestone. The claims cover 2.3 sq miles and are 33 miles east of the Yerington Copper District which hosts the Yerington Copper Mine (Anaconda 1952-1978), Ann Mason Deposit, Bear Deposit, MacArthur Deposit, and the Pumpkin Hollow Mine.



*Image 1: Location of the Copper Hill Project, Walker Lane Trend, Nevada, USA*

Historically at Copper Hill, reported high-grade copper was mined from underground shafts from skarn and porphyry-copper styled mineralization at the Copper Mountain Mine. Between 1914 to

1926 mining from the “Copper Mountain Mine” produced an estimated 1,000,000 pounds of copper from shallow underground workings. Historic reporting from the period of production describes ore zones of contact skarn- type and porphyry-type mineralization with shipping grades ranging from 3.5 to 11.0% copper\*.

*\*Historic Mining information was summarized from an “Unpublished Report on the Carson Sink Area, Nevada by F.C. Schrader, U.S. Geological Survey (Field work 1911-1920) 1947”. Manning Ventures cautions investors that the historic exploration and production information is believed to be accurate but has not been verified by a qualified person.*

The Copper Hill mineralizing system forms a topographic high surrounded and partially covered by younger volcanic rocks. Mineralization identified at Copper Hill are bornite, chalcocite, chalcopyrite, chrysocolla, copper-native, covellite, cuprite, gold, malachite, molybdenite, silver, sphalerite (rare), and tetrahedrite.

The Copper Mountain area was explored between 1959 to 1979 by Idaho Mining Corp. and Walker-Martel who conducted ground geophysics, underground mapping, prospecting and reported 6000 feet of Rotary drilling. Since that time ground magnetics were conducted in 2007. Rock sampling collected at this time returned values from select samples of 7.2% and 12.7% copper and 1.06 g/t gold and 1.19 g/t gold respectively.

The target being sought at Copper Hill is a porphyry styled copper-molybdenum-gold deposit.

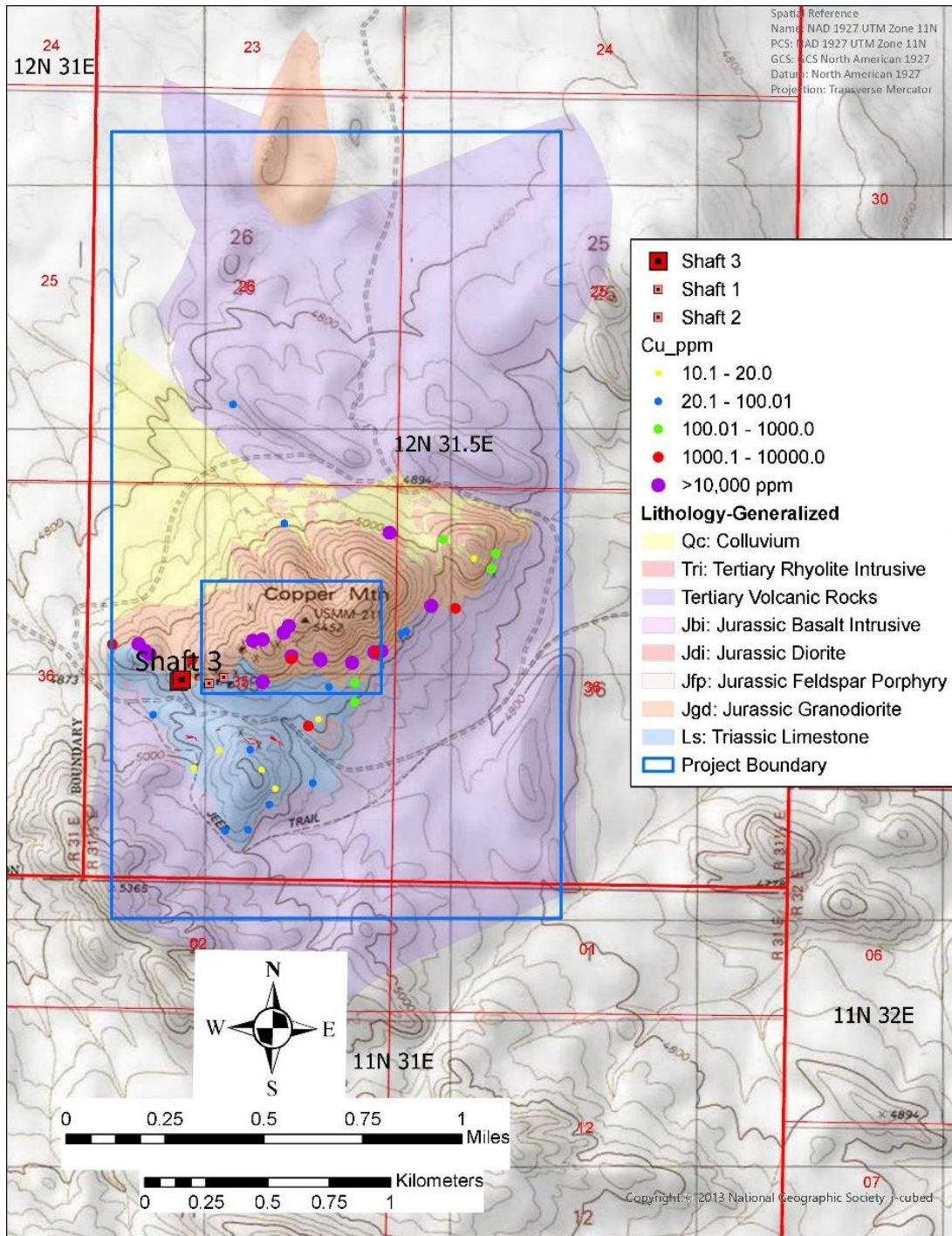


Image 2: Copper Hill Project Geochemistry - Cu in Rocks

## **Terms**

Pursuant to the terms and conditions of the Option Agreement dated February 27, 2024, and in order to acquire a 100% interest in and to the Copper Hill Project, the Company must pay the Optionor an aggregate of USD \$1,500,000 in cash (the “**Exercise Price**”) on or before the thirteenth anniversary following the execution of the Option Agreement (the “**Option Term**”) (the date of execution being referred to herein as the “**Effective Date**”).

During the Option Term, the Company shall pay the Optionor annual minimum payments, which shall each constitute partial payment of Exercise Price, on or before the following dates: i) USD \$15,000 on the Effective Date of the Option Agreement; ii) USD \$25,000 on or before the first anniversary of the Effective Date; iii) USD \$50,000 on or before the second anniversary of the Effective Date; iv) USD \$60,000 on or before the third anniversary of the Effective Date; v) USD \$80,000 on or before the fourth anniversary of the Effective Date; vi) USD \$100,000 on or before the fifth anniversary of the Effective Date; and vii) after the fifth anniversary of the Effective Date, USD \$100,000 on or before each subsequent anniversary of the Effective Date.

Upon exercise of the Option, the Optionor will retain a royalty equal to two percent (2%) of net smelter returns from the Copper Hill Project, which may be reduced at any time from two percent (2%) to one percent (1%) by the Company, or its permitted assign, by paying the Optionor an aggregate of USD \$1,000,000.

Warren Robb P. Geo., is the designated Qualified Person as defined by National Instrument 43-101 and is responsible for the technical information contained in this release.

## **About Manning**

Manning Ventures is a mineral exploration and development company focused metals and materials critical to the growing Energy Metals space. Manning’s project portfolio includes Lithium/Copper projects in Ontario and Quebec, in addition to multiple Iron Ore projects in Quebec.

### **For further information contact:**

Manning Ventures Inc.  
Alex Klenman - CEO

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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: 604-970-4330

**9. DATE OF REPORT**

DATED this 5<sup>th</sup> day of March 2024.