

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Lexston Mining Corporation (the “Company” or “Lexston”)
Suite 780 – 789 W. Pender Street, Vancouver, BC V6C 1H2

Item 2. Date of Material Change

January 10, 2025.

Item 3. News Release

A news release was sent for dissemination and was filed under the Company’s profile on www.sedarplus.ca and on the website of the Canadian Securities Exchange on January 10, 2025.

Item 4. Summary of Material Change

The Dory Property Option Agreement dated for reference January 18, 2023 and to the Project 176 and Project Itza Property Option Agreement dated for reference November 27, 2023 were amended.

Item 5. Full Description of Material Change

Item 5.1 Full Description of Material Change

The Dory Property Option Agreement dated for reference January 18, 2023 (the “Dory Agreement”) and to the Project 176 and Project Itza Property Option Agreement dated for reference November 27, 2023 (the “Project 176 and Project Itza Agreement”) were amended.

Pursuant to the amendment to the Dory Agreement the parties agreed to extend for one additional year the term to incur \$100,000 in exploration expenditures and the issuance of 250,000 common shares in order to earn the remaining 49% interest in the Dory Property. The Company already earned the 51% interest in the Dory Property.

Pursuant to the amendment to the Project 176 and Project Itza Agreement, the parties agreed to extend for one additional year the term to make the remaining cash payments and to issue shares to the optionors. Now the Company has two years from the date of the Project 176 and Project Itza Agreement to pay \$100,000 dollars and issue 2,000,000 shares to the optionors and three years from the date of the Project 176 and Project Itza Agreement to pay further \$200,000 and issue 3,000,000 shares to the optionors to earn 100% in Project 176 and Project Itza. The Company already paid \$100,000 and issued 1,000,000 shares to the optionors pursuant to the Project 176 and Project Itza Agreement.

item 5.2 Disclosure for Restructuring Transactions

Not Applicable.

Item 6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7.

Omitted Information

The undersigned is aware of no information of a material nature that has been omitted.

Item 8.

Executive Officer

Mr. Jagdip Bal, CEO & Director of the Company, is knowledgeable about the material change and this report. He can be contacted at (604) 928-8913.

Item 9.

Date of Report

Dated January 10, 2025.