

**Form 51-102F3**  
**Material Change Report**

**1. Name and Address of Company**

**Prudent Minerals Corp.**  
830-1100 Melville Street  
Vancouver, BC, V6E 4A6

(the "Company")

**2. Dates of Material Change (s)**

June 27, 2022

**3. News Release(s)**

A news release was issued on June 27, 2022 and disseminated via Stockwatch, pursuant to section 7.1 of National Instrument 51-102.

**4. Summaries of Material Changes**

The Company has granted an aggregate 2,400,000 restricted share units (the "RSUs") to officers and directors of the Company.

**5. Full Description of Material Changes**

News Release June 27, 2022 – See Schedule "A"

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

Not applicable.

**7. Omitted Information**

No information has been omitted.

**8. Executive Officer**

Mr. Brett Match, President and CEO of the Company, is knowledgeable about the material change contained herein and may be reached at (604) 365-1522.

**9. Date of Report**

This report is dated June 28, 2022.

SCHEDULE "A"  
to the Material Change Report dated June 28, 2022

**Prudent Minerals Adopts Restricted Share Unit Plan**

**Vancouver, BC – June 27, 2022:** Prudent Minerals Corp. (CSE: PRUD) (the "**Company**") is pleased to announce that the Board of Directors have approved the adoption of a 10% rolling Restricted Share Unit Plan whereby the Company may issue up to 10% of its issued capital as Restricted Share Units to eligible directors and officers. The Restricted Share Unit Plan was adopted by the Company to provide incentives to its executives to better align interests with shareholders while preserving the Company's cash for furthering its business.

At the next annual general meeting of shareholders, the Company will ask shareholders to ratify and confirm the adoption of the Restricted Share Unit Plan.

The Company has granted an aggregate 2,400,000 restricted share units (the "RSUs") to officers and directors of the Company. The RSUs are governed by the Company's RSU Plan, approved by the Company's directors on June 27, 2022 and subject to shareholder approval at the next annual general meeting.

For further info on the Company please email [alex@jordacapital.com](mailto:alex@jordacapital.com).

On Behalf of the Board,

Alex Helmelt  
Prudent Minerals Corp.  
(604) 537-8198

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This news release may contain assumptions, estimates, and other forward-looking statements regarding future events. Such forward-looking statements involve inherent risks and uncertainties and are subject to factors, many of which are beyond the Company's control that may cause actual results or performance to differ materially from those currently anticipated in such statements.