

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

Item 1. Reporting Issuer

Madi Minerals Ltd. (the “**Company**”)
615 – 800 West Pender Street
Vancouver, BC V6C 2V6

Item 2. Date of Material Change

June 28, 2022

Item 3. Press Release

News Release dated June 28, 2022 was disseminated through Canada Stockwatch and Market News Publishing Inc. and ACCESSWIRE

Item 4. Summary of Material Change

On June 28, 2022 the Company announced that there were to changes to the Company’s Board Of Directors

Item 5. Full Description of Material Change

Madi announces the resignation of Gary Musil as CEO and President but will remain on with the Company as a Director. Mr. Musil’s contributions to Madi since inception have been greatly appreciated.

Michael England will assume the responsibilities of CEO and President effective immediately.

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

The report is not being filed on a confidential basis.

Item 7. Omitted Information

No information has been omitted.

Item 8. Executive Officer

Mike England, President and CEO and Director
(604) 787-7356

Item 9. Date of Report

June 28, 2022