

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

**MATERIAL CHANGE REPORT UNDER SECTION 7.1 OF NATIONAL INSTRUMENT 51-102**

NOTE: WHERE THIS REPORT IS FILED ON A CONFIDENTIAL BASIS PUT AT THE BEGINNING OF THE REPORT IN BLOCK CAPITALS “CONFIDENTIAL”.

Item 1. Name and Address of Company

Kingman Minerals Ltd. (the “Company”)  
Suite 2150 – 555 West Hastings Street,  
Vancouver, B.C.,  
V6B 4N6

Item 2. Date of Material Change

October 20, 2022

Item 3. News Release

The news release was disseminated through TSX, BC Securities Commission, Alberta Securities Commission, Ontario Securities Commission, Saskatchewan Securities Commission, Stockwatch, and Market News.

Item 4. Summary of Material Change

Kingman Minerals Ltd. (TSX-V:KGS) (OTCQB: KGSSF) (FSE:47A1) (“Kingman” or the “Company”) (“Kingman” or the “Company”) is pleased to announce that the TSX Venture Exchange has accepted for filing, a 10:1 Share Consolidation (the “Consolidation”). Effective as at the opening of trading on October 20, 2022, the consolidated shares will commence trading on the TSX Venture Exchange on the basis of 1 (one) post-consolidated common share for every 10 (ten) pre-consolidated shares held.

Item 5. Full Description of Material Change

Kingman Minerals Ltd. (TSX-V:KGS) (OTCQB: KGSSF) (FSE:47A1) (“Kingman” or the “Company”) (“Kingman” or the “Company”) is pleased to announce that the TSX Venture Exchange has accepted for filing, a 10:1 Share Consolidation (the “Consolidation”). Effective as at the opening of trading on October 20, 2022, the consolidated shares will commence trading on the TSX Venture Exchange on the basis of 1 (one) post-consolidated common share for every 10 (ten) pre-consolidated shares held.

As at October 19, 2022 the Company has 69,353,013 shares issued and outstanding. Post consolidation, the Company will have approximately 6,935,301. The Company’s new CUSIP number will be 495780207 and the new ISIN number will be CA4957802073. A Letter of Transmittal with respect to the

consolidation will be mailed on October 20, 2022 to the shareholders of record as of October 7, 2022.

All shareholders with physical certificates in hand will be required to send their respective certificates representing the pre-consolidated common shares along with a completed Letter of Transmittal to the Company's transfer agent, TSX Trust Company ("TSX Trust"), at 300 – 100 Adelaide Street West, Toronto, Ontario, M5H 4H1, Attention: Corporate Actions (by phone: 1-866-361-0152 ext.205). All shareholders who submit their pre-consolidated share certificate(s) to TSX Trust will receive in return a new, post-consolidated share certificate(s). All Shareholders who submit a duly completed Letter of Transmittal along with their respective pre-consolidated share certificate(s) to TSX Trust will receive in return a post-consolidated share certificate.

### **About Kingman**

Kingman Minerals Ltd. is currently engaged in the business of precious metal mineral exploration for the purpose of acquiring and advancing non grass roots mineral properties located in mining friendly jurisdictions of North America. The Mohave Project (the "Project") is located in the Music Mountains in Mohave County, Arizona and is comprised of 72 lode claims which are inclusive of the past producing Rosebud Mine (the "Rosebud"). High-grade gold and silver veins were discovered in the area in the 1880's and were mined mainly in the late 20's and 30's. Underground development on the Rosebud property included a 400-foot shaft and approximately 2,500 feet of drifts, raises and crosscuts.

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

Nothing in this form is required to be maintained on a confidential basis.

Item 7. Omitted Information

Not applicable.

Item 8. Senior Officers

Arthur Brown, Chairman & Director.  
Phone: (604) 685-7720

Item 9. Date of Report

Dated at Vancouver this 20<sup>th</sup> day of October, 2022.

By: Kingman Minerals Ltd.

*"Arthur Brown"*

Arthur Brown, Chairman & Director