FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Ridgestone Mining Inc. (the "**Issuer**")
503 – 905 West Pender Street
Vancouver, BC V6C 1L6

Item 2. Date of Material Change

December 31, 2025

Item 3. News Release

The news release was issued and disseminated on December 31, 2025 by Newsfile Corp.

Item 4. Summary of Material Change

The Issuer has entered into an Option Agreement with respect to the Las Pilas Project (the "Las Pilas" or "the Project") located in southern British Columbia, Canada, for the purpose of exploring for rare earth and other critical minerals.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The Issuer has entered into an Option Agreement with respect to the Las Pilas Project (the "Las Pilas" or "the Project") located in southern British Columbia, Canada, for the purpose of exploring for rare earth and other critical minerals.

In order to acquire a 100% interest in the Project, the Issuer must pay $20,000 and issue 200,000 common shares to the owners at a deemed price of $0.105 per share upon regulatory approval. The shares will be subject to a four month and one day hold period from issuance. In order to exercise the option, the Issuer must pay an additional $300,000, issue an additional 300,000 shares, and incur a minimum of $600,000 in exploration expenditures on the Property over three years. The option is subject to a 2% net smelter returns interest in favour of the owners. The Issuer may purchase half of the 2% NSR royalty for a one-time payment of $1,000,000. The agreement is subject to TSX Venture Exchange acceptance for filing.

About the Las Pilas Property

The Las Pilas Project consists of two mineral claims totalling 1,202.02 hectares and an additional seven mineral title applications covering an additional 4,236.81

hectares. The Project is located in the Greenwood–Grand Forks area of south-central British Columbia within the historical Greenwood Mining District. The project encompasses the Rock Candy Creek fluorite occurrence and adjacent structurally permissive terrain. The historically mined fluorite occurrence associated with the Las Pilas Project is hosted along a fault structure that trends through the Rock Candy Creek area and extends northward toward Kennedy Creek and Fluorine Lake. While the historical mine workings are not located directly within the active Rock Candy Creek drainage, they are developed on the same fault system, which is locally offset and variably expressed along strike. The Las Pilas Project captures this structural corridor and adjacent lithologic units considered permissive for hydrothermal mineralization related to Eocene extension and magmatism.

The Rock Candy Creek/Fluorine Lake fault system represents a historically mined fluorite occurrence where small-scale operations exploited high-grade mineralization from structurally controlled veins and breccias. Historical production confirms the presence of an effective hydrothermal system.

5.2 Disclosure for Restructuring Transactions

N/A

Item 6. Reliance on Subsection 7.1(2) of National Instrument 51-102

The Issuer is not relying on Section 118(2) of the Act.

Item 7. Omitted Information

There is no omitted information.

Item 8. Executive Officer

Erwin Wong, Chief Financial Officer - (604) 377-8758.

Item 9. Date of Report

January 9, 2026