FORM 51-102F3
MATERIAL CHANGE REPORT

ITEM 1 – NAME AND ADDRESS OF COMPANY

Infield Minerals Corp. (the "**Company**" or "**Infield**")
Suite 515 - 701 West Georgia Street
Vancouver, BC, Canada V7Y 1C6

ITEM 2 – DATE OF MATERIAL CHANGE

June 24, 2024

ITEM 3 – NEWS RELEASE

A news release with respect to the material change referred to in this report was disseminated by the Company on June 25, 2024, a copy of which was subsequently filed under the Company's SEDAR+ profile at www.sedarplus.ca.

ITEM 4 – SUMMARY OF MATERIAL CHANGE

On June 24, 2024, the Company completed the acquisition of 1468289 B.C. Ltd., a privately held company that has, as its sole asset, an option agreement with Geomark Minerals USA Inc. to acquire an undivided 100% interest in the Kings Canyon property in the state of Utah, USA.

ITEM 5 – FULL DESCRIPTION OF MATERIAL CHANGE

On June 24, 2024, the Company completed the acquisition (the "**Acquisition**") of 1468289 B.C. Ltd. ("**BC Co**"), a privately held company that has, as its sole asset, an option agreement with Geomark Minerals USA Inc. ("**Geomark**") to acquire an undivided 100% interest in the Kings Canyon property (the "**Property**") in the state of Utah, USA (the "**Kings Canyon Option Agreement**").

Pursuant to the terms of the Acquisition, the Company acquired 100% of the issued and outstanding securities of BC Co in consideration of the issuance of an aggregate of 5,422,896 common shares of the Company ("**Infield Shares**") to former securityholders of BC Co. The Infield Shares issued in connection with the Acquisition are subject to a statutory hold period expiring October 24, 2024. No finder's fees were paid or applicable in connection with the Acquisition.

On closing of the acquisition, BC Co's name was changed to Kings Canyon Gold Corp.

Pursuant to the terms of the Kings Canyon Option Agreement, in order to earn a 100% undivided interest in the Property, subject to pre-existing royalties ranging from two to five percent, the Company must pay to Geomark a total of $1,200,000 over a period of thirty (30) months in accordance with the following schedule; $300,000 within five days of closing of the Acquisition (paid); $300,000 on or before the date, which is six months after closing of the Acquisition, one-half of which may be paid in common shares of Infield[1], at its sole option; $300,000 on or before the date, which is eighteen months after closing of the Acquisition, one-half of which may be paid in common shares of Infield[1], at its sole option; and $300,000 on or before the date which is thirty (30) months after closing of the Acquisition, one-half of which may be paid in common shares of Infield[1], at its sole option.

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[1] The price of the common shares issuable under all option payments is based on the 30-day volume weighted average trading price of Infield's common shares following Infield's notice to Geomark of its intention to pay in common shares. If such issue price is less than the price permitted by the TSXV, the issue price shall be adjusted to be the lowest price per common share permitted by the TSXV.

Following exercise of the Option and transfer of the Property to BC Co, Infield (through BC Co) shall make the following payments to Geomark if the following events occur; $1,000,000 upon filing of a 43-101 Technical Report describing 400,000 ounces or more of Mineral Product[2] within the Property; and $2,000,000 upon achievement of aggregate production of no less than 5,000 ounces of Mineral Product from mining operations on the Property.

A copy of the 43-101 Technical Report regarding the Kings Canyon Property is available under Infield's profile on SEDAR (www.sedarplus.ca).

ITEM 6 – RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7 – OMITTED INFORMATION

Not applicable.

ITEM 8 – EXECUTIVE OFFICER

Evandra Nakano
CEO and President
(604) 220-4691

ITEM 9 – DATE OF REPORT

July 9, 2024

[2] Valuable rock, minerals, precious metals, ore and other valuable substances extracted from the Property.