**FORM 51-102F3**
**MATERIAL CHANGE REPORT**

## ITEM 1. NAME AND ADDRESS OF COMPANY

Metallica Metals Corp. (formerly "Cameo Industries Corp.") (the "Issuer")
810 – 789 West Pender Street
Vancouver, BC V6C 1H2

## ITEM 2. DATE OF MATERIAL CHANGE

January 13, 2021

## ITEM 3. NEWS RELEASE

The news release was disseminated through the facilities of stockwatch and subsequently filed on SEDAR on January 13, 2021.

## ITEM 4. SUMMARY OF MATERIAL CHANGE

The Issuer announced that it has closed a non-brokered private placement of 2,001,667 units ("Units") of the Company at a price of $0.15 per Unit for gross proceeds of approximately CDN$300,250.

## ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

The Issuer announced that it has closed a non-brokered private placement of 2,001,667 units ("Units") of the Company at a price of $0.15 per Unit for gross proceeds of approximately CDN$300,250 (the "Offering").

Each Unit is comprised of one common share (a "Share") and one transferable common share purchase warrant (a "Warrant"), with each Warrant entitling the holder thereof to purchase one additional Share at a price of $0.20 per Share for a period of two years.

The net proceeds from the Offering will be used to advance the Company's exploration projects and for general working capital purposes.

The Company issued an additional 7,050 Units as finder's fees in connection with a portion of the Offering.

All securities issued pursuant to the Private Placement are subject to a statutory four-month hold period pursuant to applicable securities laws of Canada.

## ITEM 6. RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102

Not Applicable.

## ITEM 7. OMITTED INFORMATION

There are no significant facts required to be disclosed herein which have been omitted.

## ITEM 8. EXECUTIVE OFFICER

Contact: Paul Teniere, CEO
Telephone: (604) 687-2038

## ITEM 9. DATE OF REPORT

January 18, 2021