

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

**1. Name and Address of Company**

Metallica Metals Corp. (the "**Company**")  
217 Queen Street West, Suite 401  
Toronto, Ontario  
M5V 0R2

**2. Date of Material Change**

April 13, 2023 and April 17, 2023

**3. News Release**

Press releases disclosing the material changes were released on April 6, 2023 and April 17, 2023, through the facilities of Newsfile Corp.

**4. Summary of Material Change**

On April 13, 2023, the Company effected a share consolidation of its issued and outstanding common shares ("**Common Shares**") on a one (1) post-consolidation Common Share for every five (5) pre-consolidation Common Shares (the "**Consolidation**").

On April 6, 2023, the Company entered into a purchase agreement (the "**Purchase Agreement**") with certain arm's length parties (the "**Sellers**"), pursuant to which the Company acquired (the "**Acquisition**") certain mineral claims in the Province of Quebec (the "**Property**").

**5. Full Description of Material Change**

On April 13, 2023, the Company effected the Consolidation.

On April 17, 2023, the Company completed the Acquisition of the Property, carried out pursuant to the terms of the Purchase Agreement.

As consideration for the Property, the Company issued to the Sellers an aggregate of 8,000,000 Common Shares. All securities issued pursuant to the Acquisition are subject to a statutory hold period of four months and one day from the issuance thereof, as applicable, in accordance with applicable securities laws.

**6. Reliance on subsection 7.1(2) of National Instrument 51-102**

The report is not being filed on a confidential basis.

**7. Omitted Information**

No significant facts have been omitted from this Material Change Report.

**8. Executive Officer**

For further information, contact Aaron Stone, Chief Executive Officer of the Company [info@metallica-metals.com](mailto:info@metallica-metals.com).

## **9. Date of Report**

This report is dated at Toronto, this 21<sup>st</sup> day of April, 2023.

### **Cautionary Statement Regarding Forward-Looking Information**

*This material change report contains certain "forward-looking information" within the meaning of applicable securities law. Forward looking information is frequently characterized by words such as "plan", "expect", "project", "intend", "believe", "anticipate", "estimate", "may", "will", "would", "potential", "proposed" and other similar words, or statements that certain events or conditions "may" or "will" occur. These statements are only predictions. Forward-looking information is based on the opinions and estimates of management at the date the information is provided, and is subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward-looking information. For a description of the risks and uncertainties facing the Company and its business and affairs, readers should refer to the Company's Management's Discussion and Analysis. The Company undertakes no obligation to update forward-looking information if circumstances or management's estimates or opinions should change, unless required by law. The reader is cautioned not to place undue reliance on forward-looking information.*