

FORM 51-102F3
Material Change Report

Item 1 Name and Address of Company

COLLINGWOOD RESOURCES CORP. (the “Company”)
1180 – 625 Howe Street
Vancouver, BC
V6C 2T6

Telephone: (604) 697-0028

Item 2 Date of Material Change

October 27, 2021

Item 3 News Release

Issued October 27, 2021, and disseminated through Stockwatch and filed on SEDAR with the securities commissions of British Columbia, Alberta, and Ontario.

Item 4 Summary of Material Change

Collingwood Resources Corp. (TSX-V: COLL.P) – announced a non-brokered private placement (the “Private Placement”). The Private Placement consists of the sale of up to 6,000,000 Shares (the “ Shares”) at a price of \$0.34 per Share for gross proceeds of up to \$2,040,000.

Item 5.1 Full Description of Material Change

For a full description of the material change, see Schedule “A”

Item 5.2 Disclosure for Restructuring Transactions

Not applicable

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

Not applicable

Item 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer

Contact: Scott Gibson, Chief Executive Officer
Telephone: (604) 697-0028

Item 9 Date of Report

October 27, 2021

SCHEDULE “A”

COLLINGWOOD RESOURCES CORP.

Suite 2500 – 700 West Georgia Street
Vancouver, British Columbia V7Y 1B3
Telephone: 604-697-0028

NEWS RELEASE

COLLINGWOOD ANNOUNCES PRIVATE PLACEMENT

Vancouver, BC, Canada – October 27, 2021 – Collingwood Resources Corp. (TSXV: **COLL.P**) (the “Company”) is pleased to announce a non-brokered private placement (the “Private Placement”). The Private Placement consists of the sale of up to 6,000,000 Shares (the “Shares”) at a price of \$0.34 per Share for gross proceeds of up to \$2,040,000.

Subject to the approval of the TSX Venture Exchange, cash finders’ fees may be paid in respect of subscriptions by certain arm’s length subscribers.

The proceeds of the Private Placement will be used to evaluate the potential acquisition of exploration projects to serve as the Company’s “Qualifying Transaction” under TSX Venture Exchange policies and for general working capital purposes.

Closing of the Private Placement remains subject to the approval of the TSX Venture Exchange. All the securities issued under the Private Placement are subject to a hold period expiring four months and one day from the date of issuance.

ON BEHALF OF THE BOARD OF DIRECTORS OF COLLINGWOOD RESOURCES CORP.

“Scott Gibson”

CEO, CFO and Director.

NEITHER TSX VENTURE EXCHANGE NOR ITS REGULATION SERVICES PROVIDER (AS THAT TERM IS DEFINED IN THE POLICIES OF THE TSX VENTURE EXCHANGE) ACCEPTS RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE.

THIS NEW RELEASE MAY CONTAIN FORWARD-LOOKING STATEMENTS. THESE STATEMENTS ARE BASED ON CURRENT EXPECTATIONS AND ASSUMPTIONS THAT ARE SUBJECT TO RISKS AND UNCERTAINTIES. ACTUAL RESULTS COULD DIFFER MATERIALLY BECAUSE OF FACTORS DISCUSSED IN THE MANAGEMENT DISCUSSION AND ANALYSIS SECTION OF OUR INTERIM AND MOST RECENT ANNUAL FINANCIAL STATEMENT OR OTHER REPORTS AND FILINGS WITH THE TSX VENTURE EXCHANGE AND APPLICABLE CANADIAN SECURITIES REGULATIONS. WE DO NOT ASSUME ANY OBLIGATION TO UPDATE ANY FORWARD-LOOKING STATEMENTS.