

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

The BC Bud Corporation (the "**Company**")
409 Granville Street, Suite 1500
Vancouver, British Columbia V6C 1T2

Item 2 Date of Material Change

January 29, 2025

Item 3 News Release

The news release was disseminated on January 29, 2025 through Newsfile Corp, and subsequently filed under the Company's profile on SEDAR+.

Item 4 Summary of Material Change

The Company announced that it has closed the third and final tranche of its oversubscribed previously announced non-brokered private placement (the "**Placement**").

Item 5 Full Description of Material Change

Under the third tranche of the Placement, the Company raised gross proceeds of \$506,436 through the sale of 6,752,483 units at a price of \$0.075 per unit (each a "**Unit**"). Each Unit is comprised of one common share (a "**Common Share**") and one share purchase warrant (a "**Warrant**"). Each Warrant will entitle the holder to acquire an additional Common Share at a price of \$0.15 per Common Share for a period of 24 months. The Company previously closed the first tranche of the Placement on January 17, 2025 for aggregate gross proceeds of \$631,300 and the second tranche of the Placement on January 24, 2025 for aggregate gross proceeds of \$511,275. To date, the Company has raised aggregate gross proceeds of \$1,649,011 through the sale of 21,986,813 Units.

In connection with the third tranche of the Placement, the Company: (i) paid to certain finders an aggregate cash commission of \$21,912; and (ii) issued to certain finders an aggregate of 292,160 finders warrants (the "**Finder Warrants**"). Each Finder Warrant will be exercisable into one unit of the Company ("**Finder Unit**") at a price of \$0.075 per Finder Unit for a period of 24 months from January 29, 2025, with each Finder Unit comprised of one Common Share and one Warrant.

All securities issued in the third tranche are subject to a statutory hold period expiring on May 30, 2025, in accordance with applicable securities legislation.

Net proceeds of the Placement will be utilized for business development and general working capital purposes.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

None.

Item 8 Executive Officer

For further information, contact:

Brayden Sutton

Chief Executive Officer

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Item 9 Date of Report

February 6, 2025