

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

The BC Bud Corporation (the “Company”)
Suite 830-999 West Broadway
Vancouver, British Columbia
V5Z 1K5

Item 2 Date of Material Change

November 7, 2024

Item 3 News Release

A news release was disseminated on November 7, 2024 through the facilities of Stockwatch.

Item 4 Summary of Material Change

The Company issued an aggregate of 480,000 common shares at a deemed price of \$0.05 per share to directors for services provided during the financial year ended February 28, 2024 (the “Annual Compensation”) and an aggregate of 420,000 common shares, also at a deemed price of \$0.05 per share for services rendered by a consultant in re-designing the Company’s website (the “Service Issuance”).

Item 5 Full Description of Material Change

The Company has paid the Annual Compensation and the Service Issuance consisting of an aggregate of 900,000 common shares at a deemed price of \$0.05 per share.

All securities issued in the Annual Compensation and the Service Issuance are subject to a hold period in Canada expiring on March 8, 2025.

All of the shares issued in the Annual Compensation were issued to directors of the Company, with Justin Chorbajian and Brian Taylor receiving 240,000 shares each for value of \$12,000;

As a result of the relationship of these parties to the Company, they are “related parties” to the Company within the meaning of Multilateral Instrument 61-101-Protection of Minority Security Holders in Special Transactions (“MI 61-101”). As such, the Annual Compensation, constitutes a “related party transaction” within the meaning of MI 61-101

Prior to the Annual Compensation:

- (a) Mr. Chorbajian held, directly, 362,500 common shares of the Company, and indirectly 80,000 common shares and he now holds 602,500 common shares directly and 80,000 common shares indirectly which does not result in a material change to his ownership and represents less than 1.0% of the Company’s issued and outstanding shares; and

(b) Mr. Taylor held, directly, 231,250 common shares of the Company and he now holds 471,250 common shares which does not result in a material change to his ownership and represents less than 0.6% of the Company's issued and outstanding shares.

The Company has not entered into any agreement with an interested party or a joint actor with an interested party in connection with the Annual Compensation.

The board of directors approved the Annual Compensation, with directors receiving same abstaining from voting. There are no prior valuations in respect of the Company or the Annual Compensation and neither the board of the Company nor its officers are aware of the existence of any such valuation.

The Annual Compensation is exempt from the formal valuation (pursuant to subsections 5.5(a) and 5.7(1)(a) of MI 61-101 as the fair market value of the transaction, insofar as it involves interested parties, is not more than the 25% of the Company's market capitalization.

The material change report in connection with the Annual Compensation was not filed 21 days in advance of the completion of Annual Compensation for the purposes of Section 5.2(2) of MI 61-101 on the basis that the Annual Compensation was not finalized until shortly before issuance.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

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

Item 8 Executive Officer

Brayden Sutton is knowledgeable about the material change and the Report and may be contacted (778) 656-0377.

Item 9 Date of Report

November 10, 2024