

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

**Item 1 Name and Address of Company**

Red Metal Resources Ltd. (the "**Company**")  
1130 Pender Street, West, Suite 820  
Vancouver, BC V6E 4A4

**Item 2 Date of Material Change**

July 18, 2024

**Item 3 News Release**

The news release dated July 19, 2024 was disseminated via NewsFile on July 19, 2024.

**Item 4 Summary of Material Change**

**Private Placement Offering**

On July 18, 2024, the Company closed a second tranche of its previously announced private placement (the "**Offering**") and issued 550,000 common shares in the capital of the Company at a price of \$0.05 per common share for gross proceeds of \$27,500. To date, the Company has issued 1,750,000 common shares and received an aggregate of \$87,500 from the Offering.

The common shares are subject to a restricted period of four months and a day. There were no finders' fees paid in connection with the Offering.

**Debt Settlement**

On July 18, 2024, the Company settled a debt with a creditor (the "**Debt Settlement**"), pursuant to which the Company issued 150,000 common shares at a deemed price of \$0.05 per Share to settle \$7,500 in outstanding indebtedness.

The common shares are subject to a restricted period of four months and a day.

**Item 5 Full Description of Material Change**

*5.1 Full Description of Material Change*

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### **5.2 Disclosure for Restructuring Transactions**

N/A

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

N/A

#### **Item 7 Omitted Information**

None

#### **Item 8 Executive Officer**

Gregg Jensen, Chief Executive Officer, 1-866-907-5403

#### **Item 9 Date of Report**

July 22, 2024