

**Form 51-102F3
Material Change Report**

Item 1 Name and Address of Company

GEOLOGICA RESOURCE CORP.
(the "Company")
1735 - 500 Burrard Street
Vancouver, BC V7X 1M9

Item 2 - Date of Material Change

November 3, 2021

Item 4 Summary of Material Change

The Company has issued an aggregate of 323,200 bonus Common Shares under the terms of Notes issued Feb. 3, 2021.

Item 5 Full Description of Material Change

See attached news release at Schedule "A"

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

The following senior officer of the Company is knowledgeable about the material change and this report:

Douglas H. Unwin
(604) 762-5355
doug.unwin@telus.net

Item 9 Date of Report

November 3, 2021

GEOLOGICA RESOURCE CORP. ANNOUNCES SHARE ISSUANCE

VANCOUVER, BC, CANADA – November 3, 2021 – Geologica Resource Corp. (the "Company") has issued common shares as required under its notes issued February 3, 2021 (the "Notes").

As required in the terms to the Notes if the Company had not completed an initial public offering by November 3, 2021, the Company is to issue bonus shares to the Note holders. Under the terms of the Notes, holders of common shares issued upon conversion of the Notes issued on February 3, 2021 will receive a bonus of an aggregate of 323,200 Common Shares, representing 10% of the 3,232,000 Common Shares that were issued upon the conversion of the Notes issued on February 3, 2021. The Company's board of directors have approved the issuance of these shares.

The Topley Property

The Topley property is located in central BC and is road accessible with power lines running through the property making the property very cost effective to explore. The region near Babine Lake is known for its large porphyry, copper/gold, and copper/molybdenum deposits including past producing copper mines, Granisle and Bell. Porphyries contain the largest reserves of Cu and close to 50% of Au reserves in BC. The Topley Property consists of 7 mineral claims totaling 2,669 Ha with known prospects and showings.

About Geologica Resource Corp.

Geologica Resource Corp. is a mineral explorer, building shareholder value through the acquisition of projects with significant technical merit. The Company has an option agreement for 100% of the mineral claims known as the Topley Project. The Company is a reporting issuer in British Columbia.

Further information on Geologica Resource Corp. formerly Cabbay Holdings Corp. can be found on SEDAR at

<https://www.sedar.com/DisplayCompanyDocuments.do?lang=EN&issuerNo=00039876>

For the Board of Directors

Douglas H. Unwin,
President & CEO
(604) 762-5355
doug.unwin@telus.net

FORWARD LOOKING STATEMENTS

Certain statements included in this press release constitute forward-looking information or statements (collectively, "forward-looking statements"), including those identified by the expressions "anticipate", "believe", "plan", "estimate", "expect", "intend", "may", "should" and similar expressions to the extent they relate to the Company or its management. The forward-looking statements are not historical facts but reflect current expectations regarding future results or events. This press release contains forward looking statements. These forward-looking statements are based on current expectations and various estimates, factors and assumptions and involve known and unknown risks, uncertainties and other factors.

Readers should not place undue reliance on the Company's forward-looking statements, as the Company's actual results, performance or achievements may differ materially from any future results, performance or achievements expressed or implied by such forward-looking statements if known or unknown risks, uncertainties or other factors affect the Company's business, or if the Company's estimates or assumptions prove inaccurate. Therefore, the Company cannot provide any assurance that such forward-looking statements will materialize. The Company does not undertake to update any forward-looking information, except as, and to the extent required by, applicable securities laws.