

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

Item 1 Name and Address of Company

Geologica Resource Corp. (the “Company”)
630 – 1111 Melville Street
Vancouver, BC V6E 3V6

Item 2 - Date of Material Change

June 13, 2024

Item 3 News Release

A news release was issued and disseminated on June 13, 2024, and filed on SEDAR+ (www.sedarplus.ca). and with the CSE.

Item 4 Summary of Material Change

Mr. Dale Rondeau LLB was appointed to the Board of Directors of Geologica.

Item 5 Full Description of Material Change

See the News Release attached as 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:

Doug Unwin, President and CEO
Email: doug.unwin@geologicaresource.com
Phone: (604) 762-5355

Item 9 Date of Report

June 13, 2024

SCHEDULE A

ADDITION OF LEGAL EXPERTISE TO BOARD OF DIRECTORS

VANCOUVER, BC, June 13, 2024 – Geologica Resource Corp. (CSE:GRCM, FSE:862) (“**Geologica**” or the “**Company**”) is pleased to announce a strategic appointment to its Board of Directors. (the “**Board**”).

Mr. Dale Rondeau LLB. has consented to join the Board. Dale is a partner with the law firm Thomas, Rondeau LLP and provides legal advice and services in the areas of corporate, commercial and securities law. His practice is tailored to commercial transactions, with an emphasis on matters relating to corporate and securities law and regulation. His clients include public and closely-held corporations, partnerships, securities broker-dealers, investment advisors and individuals. He represents issuers and underwriters in private placements and public offerings of securities, certain cross-border issues, periodic reporting and other regulatory matters. Dale was called to the bar in BC in 1989.

Doug Unwin CEO and President of the Company stated “the addition of Dale to the Company’s board of directors provides Geologica with critical expertise to manage the Company’s affairs.”

The Board consists of individuals with the extensive diverse experience and skills required to accelerate Geologica’s development, including Douglas Unwin B.Sc., MBA, Dale Rondeau LLB, Andy Saltis P.Eng., Rob Charlton CPA-CA and David Mark P.Geo.

The Board has resolved to issue 100,000 options to purchase common shares an exercise price of \$0.05 per share and an expiry date 5 years from the issue date to Dale Rondeau. All the above options will be subject to a 4 month hold period and the terms of the Company’s Stock Option Plan as approved by the shareholders.

ABOUT GEOLOGICA RESOURCE CORP.

Geologica Resource Corp. is a mineral explorer, focused on copper exploration, building shareholder value through the acquisition of projects with significant technical merit. The Company has an option agreement and purchase agreements for 100% of the mineral claims known as the Topley Project, located in central British Columbia. The Company continues to evaluate additional properties to explore.

TOPLEY COPPER CLAIMS

- Geochemistry has identified high priority copper exploration target areas and a kilometer-scale VMS target area aligned with regional magnetic targets
- The region is known for its large porphyry, copper/gold, and copper/molybdenum deposits including past producing copper mines, Granisle and Bell
- The property is on trend with the recent NAC discovery (1.09% Cu over 300M) in the Babine Lake Porphyry camp as well as the Duke deposit
- The property is located in central BC, is Road Accessible, Near required labour and expertise and Cost effective to explore.
- BC Hydro power lines transect the property and several water sources are available on the property
- Porphyries contain the largest reserves of Cu and close to 50% of Au reserves in B.C.
- Topley Copper Property consists of 10 mineral claims totaling over 3,400 Ha with known prospects and showings.

CLAIMS HISTORICAL WORK

Previous drilling on the claims has indicated intense epithermal alteration with Ag, Pb, and Zn mineralization. Sporadic regional till samples in the area are in the 90th percentile for As, Sb, Pb and Zn.

Further information on Geologica Resource Corp. can be found on the Company's website

<https://geologicaresource.com/> and on SEDAR at

<https://www.sedarplus.ca>

The accuracy of the technical content of this overview had been reviewed by David Mark P. Geo. David is a Qualified Person as defined under NI 43-101, and a member of the Company's board of directors.

Neither the Canadian Securities Exchange ("CSE") nor its Market Regulator (as such term is defined in the CSE policies) has reviewed or accept responsibility for the adequacy or accuracy of this news release. The appointment of Directors and the closing of this issuance of options is subject to the rules and regulation of the CSE and securities law and regulation.

Doug Unwin

President & CEO

(604) 762-5355

doug.unwin@geologicaresource.com

Forward-Looking Statements

This news release contains forward-looking information which is not comprised of historical facts. Forward-looking information is characterized by words such as "plan", "expect", "ensuring", "believe", "anticipate", "will", "would" and other similar words, or statements that certain events or conditions "may" or "will" occur. In particular, this news release contains forward-looking information pertaining to the Company's plans and objectives with respect to the Topley Project. Forward-looking information involves risks, uncertainties and other factors that could cause actual events, results, and opportunities to differ materially from those expressed or implied by such forward-looking information. Factors that could cause actual results to differ materially from such forward-looking information include, but are not limited to, changes in the state of equity and debt markets, fluctuations in commodity prices, delays in obtaining required regulatory or governmental approvals, environmental risks, limitations on insurance coverage, failure to obtain all necessary regulatory approvals, risks and uncertainties inherent in the exploration and development of mineral properties. Forward-looking information in this news release is based on the opinions and assumptions of management considered reasonable as of the date hereof, including, but not limited to, the assumption that general business and economic conditions will not change in a materially adverse manner. Although the Company believes that the assumptions and factors used in preparing the forward-looking information in this news release are reasonable, undue reliance should not be placed on such information. The Company disclaims any intention or obligation to update or revise any forward-looking information, other than as required by applicable securities laws.