

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

**Item 1            Name and Address of Company**

IMC International Mining Corp. (the “**Company**”)  
Suite 2710, 200 Granville Street  
Vancouver, British Columbia, V6C 1S4

**Item 2            Date of Material Change**

October 3, 2019

**Item 3            News Release**

The news release attached hereto as Schedule “A” announcing the material change described herein was disseminated through the news dissemination services of Stockwatch and Market News Publishing Inc. on October 3, 2019.

**Item 4            Summary of Material Change**

The Company announced it intends to complete a private placement (“**Private Placement**”) of 1,923,076 units (“**Units**”) at a price of \$0.26 CDN per Unit. Each Unit will be comprised of one common share and one common share purchase warrant (“**Warrants**”), and each Warrant will be exercisable for one common share a price of \$0.32 CDN for a period twenty-four (24) months from their date of issuance. The Company expects to close the Private Placement on or before Wednesday, October 10, 2019.

**Item 5            Full Description of Material Change**

**5.1                Full Description of Material Change**

Please see the news release attached as Schedule “A” for a full description of the material change.

**5.2                Disclosure for Restructuring Transactions**

Not applicable.

**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**

Eli Dusenbury, Chief Financial Officer  
Telephone: 778-928-6565

**Item 9            Date of Report**

October 7, 2019

## SCHEDULE "A"



### IMC International Mining Corp. Announces \$500,000 Private Placement

**October 3, 2019**

**Vancouver, BC – International Mining Corp (CSE: [IMCX](#))** (the “Company” or “IMC”), is pleased to announce that it intends to complete a private placement (“Private Placement”) of 1,923,076 units (“Units”) at a price of \$0.26 CDN per Unit. Each Unit will be comprised of one common share and one common share purchase warrant (“Warrants”), and each Warrant will be exercisable for one common share a price of \$0.32 CDN for a period twenty-four (24) months from their date of issuance. The Company expects to close the Private Placement on or before Wednesday, October 10, 2019.

#### **ON BEHALF OF THE BOARD OF DIRECTORS**

*Brian Thurston*

Chief Executive Officer and President

#### **ABOUT INTERNATIONAL MINING CORP.**

IMC International Mining Corp. is a junior exploration and development company. It is focused on creating shareholder value through the acquisition, exploration and development of gold assets, which include the Company’s 100% owned Bullard Pass Property in Arizona.

IMC is currently evaluating other additional properties to add to its portfolio of mining assets.

#### **INVESTOR RELATIONS:**

[ir@imcorp.ca](mailto:ir@imcorp.ca)

1 (604) 588-2110

[imcorp.ca](http://imcorp.ca)

**Forward-Looking Information:** *This news release contains "forward-looking information" within the meaning of applicable securities laws, including statements regarding the completion of the Private Placement, the Company’s intention to acquire further mineral properties, the Company’s business plans and prospects and the future of the Company’s business, the acquisition, exploration and development of its assets, and the ability to create shareholder value. Although the Company believes that the expectations reflected in the forward-looking information are reasonable, there can be no assurance that such expectations will prove to be correct. Readers are cautioned not to place undue reliance on forward-looking information. Such forward-looking statements are subject to risks and uncertainties that may cause actual results, performance and developments to differ materially from those contemplated by these statements depending on, among other things, the risks that the Private Placement may not complete as contemplated (or at all), that the Company may not acquire any additional mineral properties, that the Company’s plans and prospects will vary from those stated in this news release and that the Company may not be able to carry out its business plans as expected. Except as required by law, the Company expressly disclaims any obligation and does not intend to update any forward-looking statements or forward-looking information in this news release. Although the Company believes that the expectations reflected in the forward-looking information are*

*reasonable, there can be no assurance that such expectations will prove to be correct. Accordingly, readers should not place undue reliance on forward-looking information. The statements in this news release are made as of the date of this release.*

*The CSE has not reviewed, approved or disapproved the content of this press release.*