

**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

January 29, 2020

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 Accesswire on January 29, 2020.

Item 4 Summary of Material Change

The Company announced a fully subscribed non-brokered private placement (“**Private Placement**”) of up to 3,000,000 units (“**Units**”) at a price of CDN \$0.25 per Unit. Each Unit is comprised of one common share and one common share purchase warrant (the “**Warrants**”). Each Warrant is exercisable for one common share at a price of CDN \$0.40 for a period of 24 months. The Private Placement is expected to complete on or before February 10, 2020.

The Company also announced it is currently listed on the OTC Markets under the ticker symbol “[IMIMF](#)”. The Company’s common shares continue to trade on the Canadian Securities Exchange under the symbol “[IMCX](#)”.

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

February 13, 2020

SCHEDULE "A"



IMC INTERNATIONAL

MINING CORP.

IMC International Mining Corp. Announces Fully Subscribed Private Placement & US Ticker

IMC trades on the OTC markets under the ticker symbol [IMIMF](#)

January 29, 2019

Vancouver, BC – International Mining Corp ([CSE: IMCX](#)) ([OTC: IMIMF](#)) (the “Company” or “IMC”), is pleased to announce a non-brokered private placement (“**Private Placement**”) of up to 3,000,000 units (“**Units**”) at a price of CDN \$0.25 per Unit. Each Unit is comprised of one common share and one common share purchase warrant (the “**Warrants**”). Each Warrant is exercisable for one common share at a price of CDN \$0.40 for a period of 24 months. The Private Placement is expected to complete on or before February 10, 2020.

The Company is also pleased to announce it is currently listed on the OTC Markets under the ticker symbol “[IMIMF](#)”. The Company’s common shares continue to trade on the Canadian Securities Exchange under the symbol “[IMCX](#)”.

This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities in the United States of America. The securities referred to herein will not be or have not been registered under the United States Securities Act of 1933, as amended, and may not be offered or sold in the United States of America absent registration or an applicable exemption from registration requirements.

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 continues to evaluate additional properties to add to its portfolio of mining assets.

INVESTOR RELATIONS:

ir@internationalmining.ca

1 (604) 588-2110

<https://imcxmining.com>

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 in the full amount 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.