

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Green Bridge Metals Corporation (the "Company")
800-1199 West Hastings Street
Vancouver, BC V6E 3T5

Item 2 Date of Material Change

June 19, 2024

Item 3 News Release

A news release was disseminated on June 19, 2024, through the facilities of Accesswire and subsequently filed on SEDAR+.

Item 4 Summary of Material Change

On June 19, 2024, the Company announced it has closed its non-brokered private placement (the "**Private Placement**") through the issuance of 28,583,073 units (the "**Units**") at a price of \$0.13 per Unit for gross proceeds of \$3,715,799.55. Each Unit consists of one (1) share (each, a "**Share**") and one-half-of-one (1/2) transferable Share purchase warrant (each, a "**Warrant**"). Each Warrant entitles the holder thereof to purchase one (1) additional Share of the Company for a period of five (5) years from issuance, at a price of \$0.25 per Warrant Share.

The net proceeds from the Private Placement will be used to support its existing operations and for general working capital purposes.

In connection with closing, arms-length finders acting in connection with the Private Placement received fees in the aggregate amount of \$194,060.01 cash and 1,492,769 share purchase warrants (each, a "**Broker Warrant**"). In addition, the Company issued 571,661 Shares (the "**Administrative Shares**") of the Company to Amalfi Corporate Services Ltd. ("**Amalfi**"), in consideration for administrative services rendered in connection with the Private Placement. Amalfi is a private company controlled by Geoff Balderson. Mr. Balderson serves as CFO of the Company.

MI 61-101 Disclosure

Amalfi, a private company controlled by Geoff Balderson, CFO of the Company, will receive an aggregate total of 571,661 Administrative Shares in consideration for administrative services rendered in connection with the Private Placement. The issuance of the Administrative Shares to Amalfi is considered to be a "related party transaction" as defined under Multilateral Instrument 61-101 ("**MI 61-101**"). The Company is relying on the exemptions from the valuation and minority shareholder approval requirements of MI 61-101 contained in sections 5.5(a) and 5.7(1)(a) of MI 61-101, as the fair market value of the issuance of the Administrative Shares issued to Amalfi do not exceed twenty-five percent (25%) of the market capitalization of the Company, as determined in accordance with MI 61-101.

Pursuant to applicable securities laws, all securities issued under the Private Placement are subject to a statutory hold period until October 20, 2024.

Item 5 Full Description of Material Change

See attached news release for full description of material change.

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

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer

David Suda, CEO is knowledgeable about the material change and the Report and may be contacted at 236-521-0626.

Item 9 Date of Report

June 19, 2024

NEWS RELEASE

Green Bridge Metals Corporation Announces Closing of Non-Brokered Private Placement, Engages DS Market Solutions Inc. and Provides Update to MIC Market Information & Content Publishing Engagement

Vancouver, Canada – June 19, 2024 – Green Bridge Metals Corporation (CNSX: **GRBM**, OTCQB: **GBMCF**, FWB: **J48**, WKN: **A3EW4S**) ("Green Bridge" or the "Company") is pleased to announce the closing of its non-brokered private placement (the "**Private Placement**") through the issuance of 28,583,073 units (the "**Units**") at a price of \$0.13 per Unit for gross proceeds of \$3,715,799.55. Each Unit consists of one (1) share (each, a "**Share**") and one-half-of-one (1/2) transferable Share purchase warrant (each, a "**Warrant**"). Each Warrant entitles the holder thereof to purchase one (1) additional Share of the Company for a period of five (5) years from issuance, at a price of \$0.25 per Warrant Share.

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Pursuant to applicable securities laws, all securities issued under the Private Placement are subject to a statutory hold period until October 20, 2024.

Furthermore, the Company announces it has engaged the services of DS Market Solutions Inc. ("**DS Market**") to provide equity trading advisory and liquidity provider services in accordance with the policies of the Canadian Securities Exchange ("**CSE**"). DS Market will trade common shares of the Company on the CSE and all other trading venues with the objective of maintaining a reasonable market and improving the liquidity of the Company's common shares.

Under the terms of the engagement, DS Market will receive compensation of CAD\$5,000 per month, payable monthly in advance. The engagement effective from July 2, 2024, on a month-to-month term and may be terminated by either party with thirty (30) days' notice. There are no performance factors contained in the engagement and DS Market will not receive shares or options as compensation. DS Market and the Company are unrelated and unaffiliated entities and at the time of the engagement, neither DS Market nor its principals have an interest, directly or indirectly, in any securities of the Company.

ABOUT DS Market Solutions

DS Market Solutions is an equity trading advisor to issuers looking to enhance liquidity in their publicly traded securities. DS Market Solution's contact is davidsears@dsmarketsolutions.com and website is <https://dsmarketingsolution.com/>.

Additionally, the Company announces that it previously entered into an agreement with MIC Market Information & Content Publishing ("**MIC**"), an independent third-party, for a range of online marketing services encompassing campaign creation, production of marketing materials, as well as research and analytics (the "**Services**"). As part of the ongoing engagement, the Company has agreed to compensate MIC with a new budget totaling EUR\$250,000 (the "**New Budget**"). The New Budget is intended to support the ongoing online marketing campaign initiatives with the Company.

The compensation provided to MIC does not involve any securities of the company. Besides this specific arrangement, there are no other affiliations between the Company and MIC, including with Ms. Christina Hammer, the CEO of MIC. MIC's business address is located at Gerhart-Hauptmann-Str. 49B, 51379 Leverkusen, Germany, email at contact@micpublishing.de, telephone number at +49 2171-7766628, and website is www.micpublishing.de.

Neither the Canadian Securities Exchange (the "CSE") nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.

About Green Bridge Metals

Green Bridge Metals Corporation (formerly Mich Resources Ltd.) is a Canadian based exploration company focused on acquiring 'battery metal' rich mineral assets and the development of the South Contact Zone (the "Property") along the basal contact of the Duluth Intrusion, north of Duluth, Minnesota. The South Contact Zone contains bulk-tonnage copper-nickel and titanium-vanadium in ilmenite hosted in ultramafic to oxide ultramafic intrusions. The Property has exploration targets for bulk-tonnage Ni mineralization, high grade Ni-Cu-PGE magmatic sulfide mineralization and titanium.

ON BEHALF OF GREEN BRIDGE METALS,

"David Suda"
President and Chief Executive Officer

For more information, please contact:

David Suda

President and Chief Executive Officer

Tel: 604.928-3101
investors@greenbridgemetals.com