

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

**Item 1. Name and Address of Company**

**Buscando Resources Corp. (the “Company”)**  
2912 West Broadway Street, Unit 309  
Vancouver, BC  
V6K 0E9

**Item 2. Date of Material Change**

November 29, 2024

**Item 3. News Release**

A news release was disseminated on November 29, 2024 through Stockwatch and subsequently filed on SEDAR and with the CSE.

**Item 4. Summary of Material Change**

The Company announced that further to its news release dated September 18, 2024 and November 20, 2024, the Company has closed its non-brokered private placement (the “**Offering**”), issuing 6,000,000 units (the “**Units**”) at a price of \$0.10 per Unit for aggregate gross proceeds of \$600,000.

**Item 5.1 Full Description of Material Change**

See attached news release dated November 29, 2024.

**Item 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**

No information has been intentionally omitted from this material change report.

**Item 8. Executive Officer**

S. Kyler Hardy, CEO  
khardy@cronincapital.ca

**Item 9. Date of Report**

November 29, 2024



**BUSCANDO**  
RESOURCES CORP.

## **BUSCANDO COMPLETES PRIVATE PLACEMENT**

**VANCOUVER, BRITISH COLUMBIA – November 29, 2024** – Buscando Resources Corp. (“**Buscando**” or the “**Company**”) (CSE: **BRCO.X**) is pleased to announce that, further to its news release dated September 18, 2024 and November 20, 2024, the Company has closed its non-brokered private placement (the “**Offering**”), issuing 6,000,000 units (the “**Units**”) at a price of \$0.10 per Unit for aggregate gross proceeds of \$600,000.

Each Unit consists of one common share in the capital of the Company (the “**Shares**”) and one common share purchase warrant (the “**Warrants**”). Each Warrant will entitle the holder to acquire one common Share (the “**Warrant Shares**”) at an exercise price of \$0.15 per common Share for a period of twelve (12) months from the closing date, subject to an acceleration clause in the event the trading price of the Shares equals or exceeds \$0.25 for a period of ten (10) consecutive days.

In connection with the Financing, the Company paid finders a cash fee of \$9,200 and issued an aggregate of 92,000 finder's warrants (the “**Finder's Warrants**”) as compensation for introducing certain purchasers of Units to the Company. The Finder's Warrants have the same terms as the Warrants.

Pursuant to applicable Canadian securities laws, all securities issued and issuable in connection with the Offering will be subject to a four month hold period commencing on the Closing Date. The proceeds raised from the Offering will be used for general administrative Company expenses.

David Robinson, CFO and a Director of the Company and S. Kyler Hardy, CEO and a Director of the Company, subscribed for an aggregate 700,000 Units for gross proceeds of \$70,000. The issuance of Units to Mr. Robinson and Mr. Hardy pursuant to the Private Placement is considered a related party transaction within the meaning of *Multilateral Instrument 61-101 – Protection of Minority Security Holders in Special Transactions* (“MI 61-101”). The Company relies on exemptions from the formal valuation and minority shareholder approval requirements provided under sections 5.5(a) and 5.7(a) of MI 61-101 on the basis that participation in the Private Placement by insiders will not exceed 25% of the fair market value of the Company’s market capitalization. The Company will file a material change report in respect of the related party transactions in connection with the Private Placement.

### **About the Company**

Buscando Resources Corp. is an exploration company focused on the acquisition, exploration and development of natural resource properties located in Canada. For more information on Buscando please contact the Company (+1 250-877-1394) or visit the website [www.buscandoresources.com](http://www.buscandoresources.com).

On behalf of the Board of Directors,

**BUSCANDO RESOURCES CORP.**

“Kyler Hardy”

Chief Executive Officer

Tel: +1 250-877-1394

Email: khardy@cronincapital.ca

*This press release contains "forward-looking information" that is based on the Company's current expectations, estimates, forecasts, and projections. This forward-looking information includes, among other things, statements with respect to the completion of the Company's Offering and exploration and development plans. The words "will", "anticipated", "plans" or other similar words and phrases are intended to identify forward-looking information. Forward-looking statements in this news release includes statements related to the Transaction, receipt of all necessary regulatory approvals to the Transaction, satisfaction of the conditions precedent to the Transaction, closing of the Offering, the intended use of proceeds from the Offering, the payment of finders' fees and issuance of securities in connection therewith and related matters. Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the Company's actual results, level of activity, performance, or achievements to be materially different from those expressed or implied by such forward looking information.*

***Neither the Canadian Securities Exchange nor its Regulation Services Provider accept responsibility for the adequacy or accuracy of this release.***