

NOTICE OF CHANGE IN CORPORATE STRUCTURE

Pursuant to Section 4.9 of National Instrument 51-102 *Continuous Disclosure Obligations*

1. Names of the Parties to the Transaction

Tribeca Resources Corporation (formerly, Hansa Resources Limited) (the "**Company**"), Tribeca Resources Holdings Ltd. (formerly Tribeca Resources Ltd.) (the "**Target**") and the shareholders of Target.

2. Description of the Transaction

The Company completed the previously announced share exchange with Target and the shareholders of Target, pursuant to which the Company acquired all of the issued and outstanding securities of Target (the "**Transaction**"), a mineral exploration company with its primary asset being the La Higuera IOCG Project located 500 kilometers north of Santiago, Chile. The Transaction was a reverse takeover for the purposes of National Instrument 51-102.

Immediately prior to the completion of the Transaction, the Company completed a consolidation (the "**Consolidation**") of its issued and outstanding common shares (the "**Shares**") on the basis of one (1) new post-Consolidation Share for every five (5) pre-Consolidation Shares held.

Pursuant the terms of the Transaction, the Company changed its name from "Hansa Resources Limited" to "Tribeca Resources Corporation" and the Company acquired all the issued and outstanding share capital of the Target in exchange, on a 1:1 basis, for an aggregate of 37,603,932 post-Consolidation Shares.

3. Effective Date of the Transaction

October 26, 2022.

4. Name of Each Party that Ceased to be a Reporting Issuer after the Transaction and of each Continuing Entity

The Company did not cease to be a reporting issuer as a result of the Transaction. Prior to the Transaction, the Company was, and continues to be, a reporting issuer in British Columbia and Alberta. As described above, the Company is now known as Tribeca Resources Corporation.

5. Date of the reporting issuer's first financial year-end subsequent to the transaction

December 31, 2022.

6. Periods, including comparative periods, if any, of the interim and annual financial statements required to be filed for the reporting issuer's first financial year subsequent to the transaction

- (a) interim financial report of the Company for the nine months ended September 30, 2022 compared against the nine months ended September 30, 2021 of Target; and
- (b) audited annual financial statements of the Company for the year ended December 31, 2022 compared against year ended December 31, 2021 of Target.

7. Documents filed under National Instrument 51-102 that described the Transaction

The following documents describing the Transaction were filed on SEDAR and are available on www.sedar.com under the profile for the Company:

- (a) news release dated July 14, 2021 announcing the Transaction;
- (b) news release dated October 21, 2021 providing an update on the Transaction;
- (c) news release dated June 30, 2022 announcing the entering into the Share Exchange Agreement (the “**Definitive Agreement**”) between the Company, Target and the shareholders of Target in connection with the Transaction;
- (d) material change report dated July 8, 2022 in respect of the entering into of the Definitive Agreement;
- (e) news release dated September 26, 2022 announcing TSX Venture Exchange conditional approval of the Transaction;
- (f) filing statement (the “**Filing Statement**”) dated October 24, 2022 in respect of the Transaction;
- (g) news release dated October 24, 2022 in respect of the filing of the Filing Statement and further updates on the Transaction;
- (h) news release dated October 26, 2022 in respect of the closing of the Transaction; and
- (i) material change report dated November 4, 2022 in respect of the closing of the Transaction.

DATED November 4, 2022