

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

Item 1 Name and Address of Company

Altina Capital Corp.
Suite 1723, 595 Burrard Street
Vancouver, British Columbia, V7X 1J1
(the “Company” or “Altina”)

Item 2 Date of Material Change

March 27, 2024

Item 3 News Release

The news release was disseminated on April 2, 2024 through StockWatch and filed on SEDAR+.

Item 4 Summary of Material Change

The Company announced it had entered into a definitive amalgamation agreement dated March 27, 2024 (the “Amalgamation Agreement”) with Aeonian Resources Ltd. (“Aeonian”) for the acquisition of all the issued and outstanding shares of Aeonian by Altina.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company, a capital pool company as defined under Policy 2.4 - Capital Pool Companies of the TSX Venture Exchange (the “TSX-V”), announced that, further to its news release dated February 16, 2024, it had entered into an Amalgamation Agreement with Aeonian for the acquisition of all the issued and outstanding shares of Aeonian by Altina (the “Transaction”). The Transaction if completed will constitute Altina’s “qualifying transaction” under Policy 2.4 of the TSX-V. For more information regarding the Transaction and Aeonian, please see Altina’s comprehensive news release disseminated February 16, 2024.

Subject to approval by the TSX-V and pursuant to the terms of the Amalgamation Agreement, the Transaction will be completed by way of a three-cornered amalgamation pursuant to the provisions of the Business Corporations Act (British Columbia). Pursuant to the terms of the Amalgamation Agreement, among other things, a wholly-owned subsidiary of Altina and Aeonian will amalgamate and all securities of Aeonian will be exchanged for equivalent securities of Altina on a one-for-one basis.

In connection with the Transaction and as a condition to its closing, Altina intends to complete a private placement of units (each, a “Unit”) for minimum gross proceeds of \$1,000,000 (the “Concurrent Financing”) at a price of \$0.10 per Unit. Each Unit will be

comprised of one (1) Altina common share (a “Share”) and one (1) Altina common share purchase warrant (a “Warrant”), with each Warrant exercisable to acquire one additional Share (a “Warrant Share”) at an exercise price of \$0.15 per Warrant Share for a period of two years from the date of issuance.

About Altina Capital Corp.

Altina is a Capital Pool Company within the meaning of TSX-V Policy 2.4, has not commenced commercial operations, and has no assets other than cash.

About the Resulting Issuer

Following completion of the Transaction, Altina, as the resulting issuer (the “Resulting Issuer”), will be listed on the TSX-V as a Tier 2 – Mining Issuer and carry on the business of Aeonian. The Resulting Issuer’s principal mineral property will be the Kooconusa copper property (the “Property”), a copper-silver exploration project located approximately 30 kilometers southeast of Cranbrook, British Columbia. The Property is comprised of 38 contiguous claims covering 28,743.82 hectares in which Aeonian has a 100% interest. Aeonian has a recent National Instrument 43-101 technical report on the Kooconusa copper project, completed in August, 2023, by an independent qualified person, which identified 11 copper targets within the project area.

Additional Information

Trading in the common shares of Altina has been halted, and will remain halted, pending the satisfaction of all applicable requirements of Policy 2.4 of the TSX-V.

Further updates in respect of the Transaction and the Concurrent Financing will be provided in subsequent press releases and the filing statement to be filed by Altina in connection with the Transaction, which will be available in due course under Altina’s SEDAR+ profile.

The TSX-V requires sponsorship of a Qualifying Transaction of a Capital Pool Company, unless exempt in accordance with the TSX-V Policies. Altina is seeking exemption from the sponsorship requirements; however, there can be no assurance that Altina will ultimately obtain this exemption.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

For further information, contact:

Terry Salman
Director
Telephone: (604) 622-5272

Item 9 Date of Report

April 4, 2024