

**Form 51-102F3**  
**Material Change Report**

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

Luca Mining Corp. (the “**Company**”)  
Suite 410 – 1111 Melville Street  
Vancouver, BC V6E 3V6

**Item 2. Date of Material Change**

June 12, 2025

**Item 3. News Release**

A news release was issued by the Company via NewsWire and filed on SEDAR+ on June 12, 2025.

**Item 4. Summary of Material Change**

On June 12, 2025, the Company announced the appointment of Ramon Mendoza as Chief Operating Officer of the Company, effective June 1, 2025. The Company also announced that David Rhodes will be stepping down as Chairman effective as of June 10, 2025 but will remain a member of the Board of Directors. Peter Damouni will step into the role of Chairman of the Board.

**Item 5.1 Full Description of Material Change**

On June 12, 2025, the Company announced that Mr. Ramon Mendoza , currently Luca's interim Chief Operating Officer (“COO”) will assume the position of permanent COO effective as of June 1, 2025 . Mr. Mendoza will also continue to be the Company's Chief Technical Officer.

The Company also announced that David Rhodes will be stepping down as Chairman effective as of June 10, 2025 but will remain a valued member of Luca's Board of Directors.

Mr. Peter Damouni will step into the role of Chairman of the Board. He brings over 20 years of global corporate and investment banking experience with a focus on the natural resources sector. Mr Damouni has served as an executive and director of several public companies listed on the TSX, TSXV, and LSE. Throughout his career, he has played a key role in developing and executing corporate strategies, including equity and debt financings, restructurings, joint ventures, acquisitions and sale processes. Mr. Damouni has been a Director of Luca since 2024 and has demonstrated outstanding leadership to the Company, fostering a shared sense of purpose, initiative and positivity.

**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**

Not Applicable.

**Item 8. Executive Officer**

Contact: Lisa Dea, CFO

Telephone: (604) 684-8071

**Item 9. Date of Report**

June 16, 2025