

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

1. NAME AND ADDRESS OF COMPANY

Tisdale Clean Energy Corp.
Suite 2200, 885 West Georgia Street
Vancouver, BC
V6C 3E8

2. DATE OF MATERIAL CHANGE

February 8, 2024

3. PRESS RELEASE

The press release was issued on February 8, 2024 and was disseminated through the facilities of a recognized newswire services. A copy of the press release was filed on SEDAR.

4. SUMMARY OF MATERIAL CHANGE

Tisdale Clean Energy To Begin Initial Phase One Drill Program at South Falcon East Uranium Project, Athabasca Basin, Saskatchewan.

5. FULL DISCLOSURE OF MATERIAL CHANGE

Full Description of Material Change

Vancouver, British Columbia, February 8, 2024 – TISDALE CLEAN ENERGY CORP. (the “Company” or “Tisdale”) (CSE: TCEC, OTCQB: TCEFF, FSE: T1KC), is pleased to confirm its upcoming work program at the South Falcon East Uranium Project which hosts the Fraser Lakes B uranium deposit. The south Falcon East Project lies 18 km outside the edge of the Athabasca Basin, approximately 50 km east of the Key Lake uranium mill and former mine.

Tisdale Clean Energy Corp entered into an option agreement with SkyHarbour Resources Ltd in October of 2022 whereby the company can earn up to a 75% interest in the South Falcon East property.

The Company is set to begin a preliminary phase one drill program for late winter 2024. The initial phase one program will consist of up to approximately 1,500 meters of drilling. The priority will be to confirm and expand the existing mineralization associated with the Fraser Lakes B Uranium Deposit (Figure 2). Infill drilling will confirm the presence and continuity of existing mineralization in preparation for a current updated resource estimate and 3D

model in the future. Step out drilling will endeavor to expand the footprint of the deposit, as the current mineralization is open in all directions. Initial focus will be in extending mineralization along strike and down dip into the basement.

A secondary priority will be to begin regional exploration by following up promising anomalies located in the T-Bone Lake area (Figure 2). Regional drilling will focus on the effort to add additional mineralized zones and deposits along the folded structural package that hosts the Fraser Lakes B Deposit.

“The commencement of drilling is a milestone in terms of our ability to unlock the value contained at South Falcon,” said Alex Klenman, CEO. “Right now, nobody is getting much credit for those pounds in the ground. This will begin to change as we drill and earn our interest in the project. The initial phase one plan allows us to meet the early obligations of the earn-in with Skyharbour. We are hopeful our valuation will grow as a result, therefore reducing the barrier to entry for institutional support and giving us the opportunity to implement larger drill programs moving forward through 2024 and beyond.

“We believe very strongly that both the size and average grade of the resource can be increased. The last holes drilled in 2015 generated U308 values of .172% and .165% over intervals of two meters or more. These results established that higher grade uranium exists within the deposit. We have a very compelling exploration narrative, and one we feel confident in pursuing. No doubt the first steps are the hardest, and we’re pleased we’re able to begin to execute on the plan,” continued Mr. Klenman.

“We are thrilled to have Tisdale commence their inaugural drill program at South Falcon East,” said Jordan Trimble, CEO of Skyharbour Resources. “The project is an advanced-stage exploration asset that hosts a near-surface uranium resource with strong expansion potential as well as robust discovery upside potential regionally on the property. We are confident that this winter drill program will unlock further value for both companies’ shareholders with the uranium price trading near sixteen-year highs,” continued Mr. Trimble. The field program is anticipated to commence in late February and will be executed by Terralogic Exploration Inc. under the supervision of Laura Tennent, Project Manager with TerraLogic Exploration, and C. Trevor Perkins, consulting geologist for Tisdale. The drill program will be operating out of Skyharbour’s McGowan Lake Camp with helicopter support for the daily drilling operations. The expected budget for the initial phase one program is anticipated to be \$1.25 million.

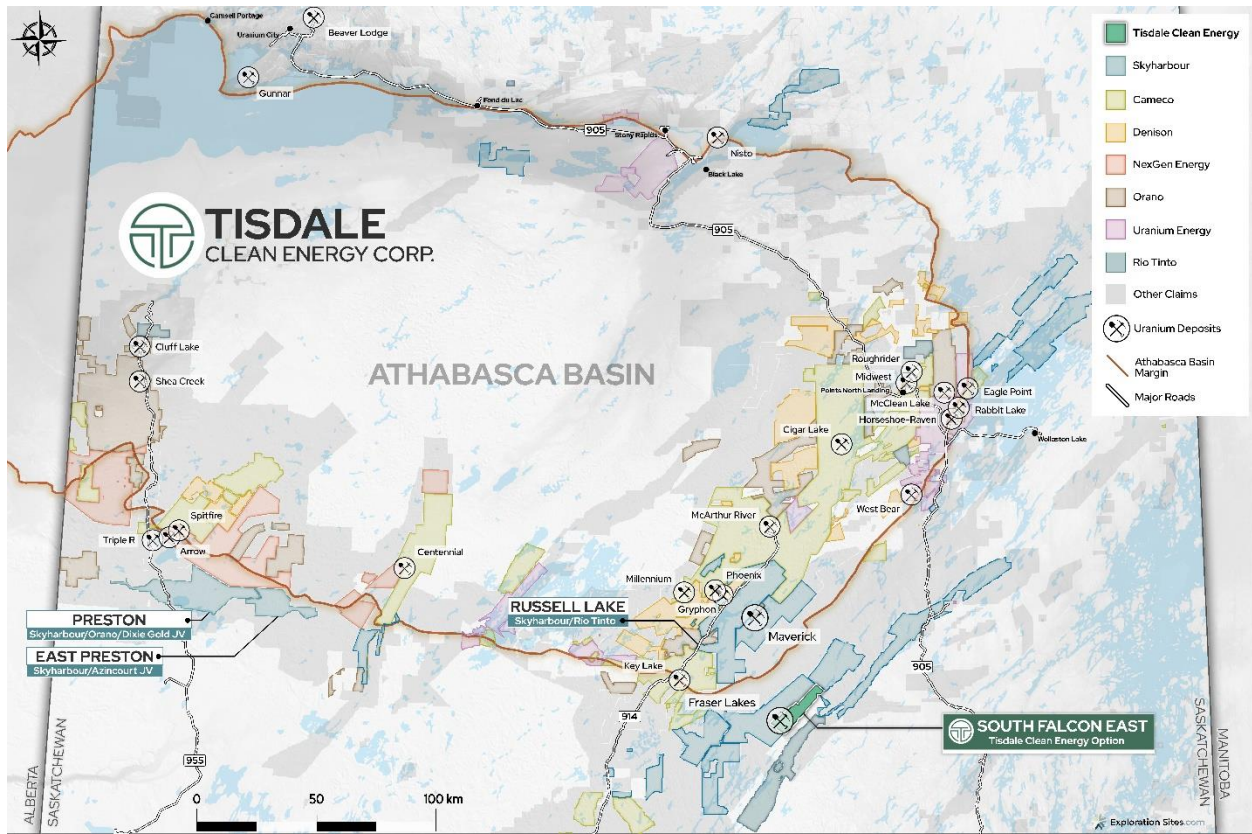


Figure 1: South Falcon East Project Location – Eastern Athabasca Basin, Saskatchewan, Canada

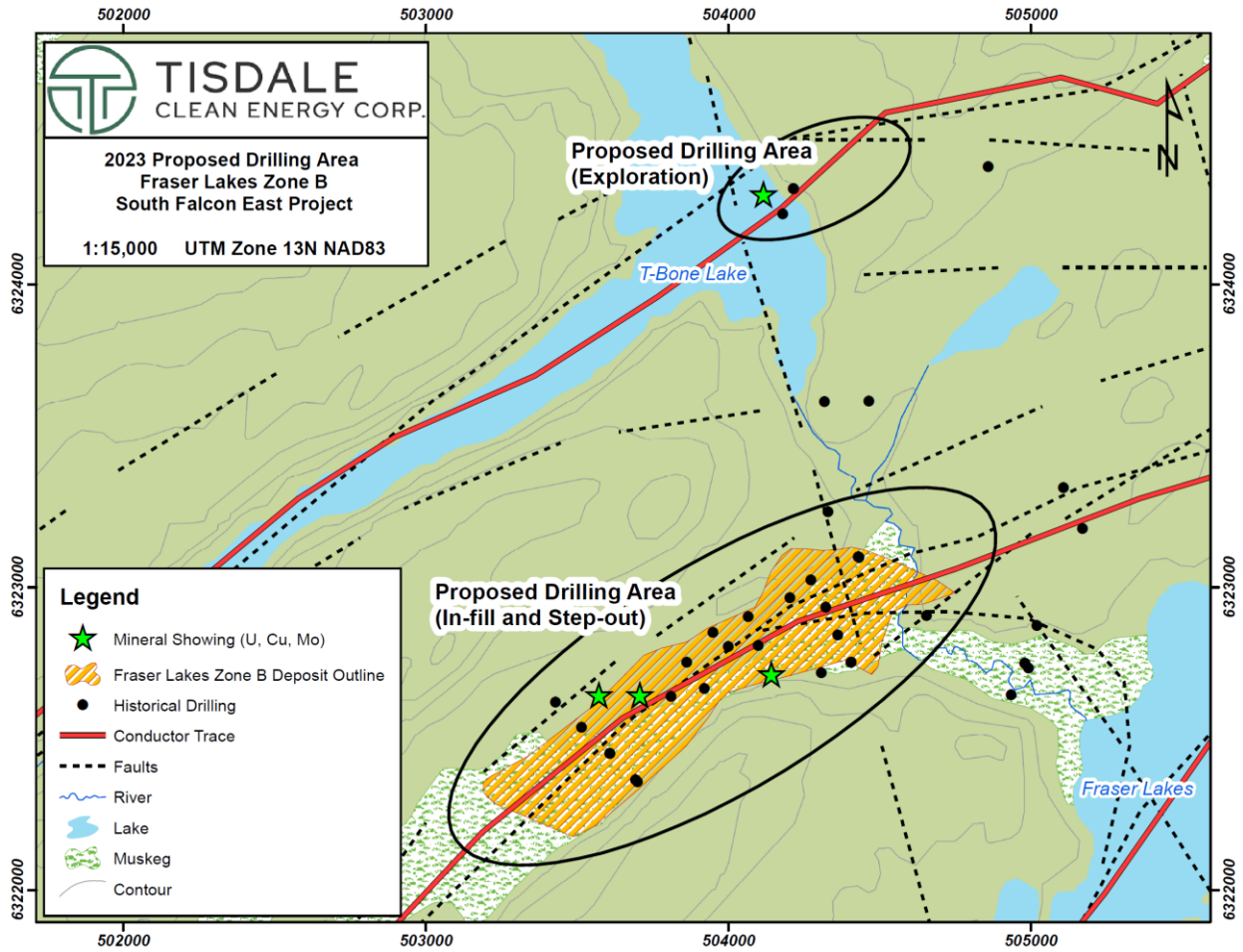


Figure 2: 2024 Drill Target areas at the south Falcon East Uranium Project

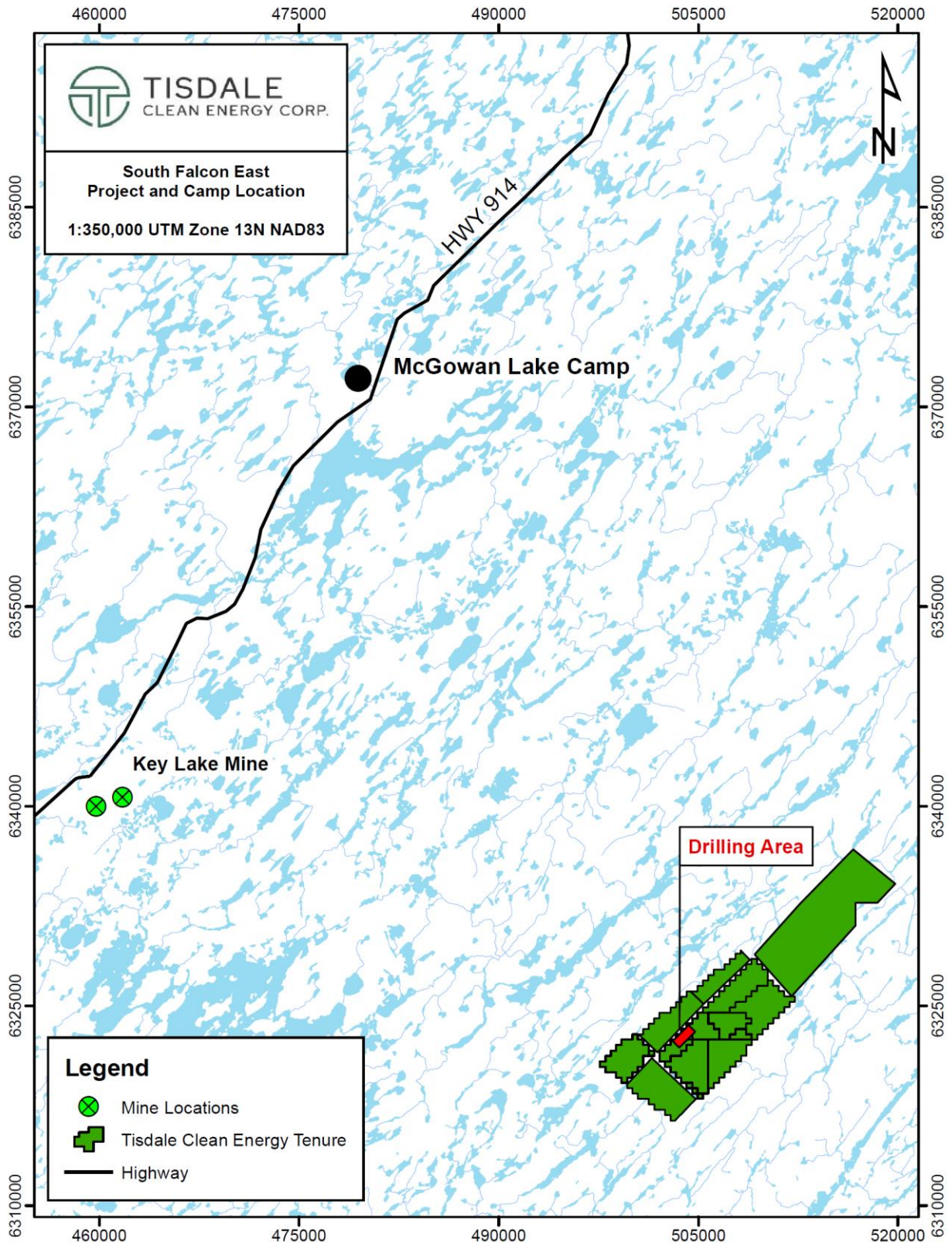


Figure 3: South Falcon East Project – Camp and drilling location Map

About the South Falcon East Project

The South Falcon East Project is a uranium exploration project in the southeast Athabasca Basin and represents a portion of Skyharbour Resources Ltd.'s existing South Falcon Project. The project covers approximately 12,464 hectares and lies 18 kilometers outside the Athabasca Basin, approximately 50 kilometers east of the Key Lake Mine.

The South Falcon East Project contains the Fraser Lakes B Uranium/Thorium Deposit with a historic mineral resource* of 6.9 Mlbs U₃O₈ inferred at a grade of 0.03% U₃O₈ and 5.3 Mlbs ThO₂ inferred at a grade of 0.023 % ThO₂. Uranium and thorium mineralization discovered to date is shallow classic Athabasca-style basement mineralization associated with well-developed EM conductors.

About Tisdale Clean Energy Corp.

Tisdale Clean Energy is a Canadian-based uranium exploration and development company. The Company is currently developing the South Falcon East uranium project, which holds a 6.96M pound inferred uranium resource within the Fraser Lakes B uranium/thorium deposit, located in the Athabasca Basin region, Saskatchewan, Canada.

Qualified Person

The technical information in this news release has been prepared in accordance with the Canadian regulatory requirements set out in National Instrument 43-101 and reviewed on behalf of the company by C. Trevor Perkins, P.Geo., a Consulting Geologist for the Company, and a Qualified Person as defined by National Instrument 43-101.

**The historical resource is described in the Technical Report on the South Falcon East Property, filed on sedar.com on February 9, 2023. The Company is not treating the resource as current and has not completed sufficient work to classify the resource as a current mineral resource. While the Company is not treating the historical resource as current, it does believe the work conducted is reliable and the information may be of assistance to readers.*

ON BEHALF OF THE BOARD OF TISDALE CLEAN ENERGY CORP.

“Alex Klenman”

Alex Klenman, Chief Executive Officer

6. RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102

Not applicable.

7. OMITTED INFORMATION

No information has been intentionally omitted from this form.

8. EXECUTIVE OFFICER

The name and business number of an officer of the Company through whom an executive officer who is knowledgeable about the material change and this report may be contacted is:

Alex Klenman
Chief Executive Officer
Tel: 604-970-4330

9. DATE OF REPORT

DATED this 8th day of February, 2024.