

**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**

September 3, 2024

**3. PRESS RELEASE**

The press release was issued on September 3, 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 announces amendment to option agreement with Skyharbour Resources for the South Falcon East Uranium Project.

**5. FULL DISCLOSURE OF MATERIAL CHANGE**

**Full Description of Material Change**

Vancouver, British Columbia, September 3, 2024 – **TISDALE CLEAN ENERGY CORP.** (the “Company” or “Tisdale”) (CSE: TCEC, OTCQB: TCEFF, FSE: T1KC), is pleased to announce that it has reached an agreement to amend the Company’s current option agreement with Skyharbour Resources Ltd. (“**Skyharbour**”) whereby Tisdale can earn up to a 75% interest in the South Falcon East uranium project, Athabasca Basin, Saskatchewan, Canada.

The amendment extends cash and work commitments for the project for the remainder of 2024 into 2025. The amended agreement requires the Company to issue 2,500,000 common shares to Skyharbour on or before August 30, 2024, and to pay Skyharbour \$1,270,000 CDN, on or before February 28, 2025, of which up to \$820,000 CDN may be paid in common shares, based on the VWAP calculated on the day of issuance, at the election of Tisdale. To maintain the option in good standing, Tisdale is also required to incur expenditures of at least \$2,500,000 CDN at South Falcon East on or before May 31, 2025.

“This amendment allows us much needed flexibility to navigate what has been a tough cycle for juniors in which to raise significant capital,” said Alex Klenman, CEO of Tisdale. “We are grateful for Skyharbour’s flexibility and to providing a more favorable path for us to acquire the majority interest in what we agree is a unique and compelling opportunity. We believe the sector is poised for the next leg up, and we’re looking forward to being in a position to benefit from a more robust market in the months ahead,” continued Mr. Klenman.

All securities issuable to Skyharbour pursuant to the option agreement will be subject to restrictions on resale for a period of four-months-and-one-day in accordance with applicable securities laws.

**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 located in the Athabasca Basin region, Saskatchewan, Canada.

**ON BEHALF OF THE BOARD OF TISDALE CLEAN ENERGY CORP.**

*“Alex Klenman”*

Alex Klenman, Chief Executive Officer

***For further information please contact:***

Alex Klenman, CEO

Tel: 604-970-4330

[info@tisdalecleanenergy.com](mailto:info@tisdalecleanenergy.com)

**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 3<sup>rd</sup> day of September, 2024.