

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Dark Star Minerals Inc. (the “**Company**”)
1056 Handsworth Road
North Vancouver, BC V7R 2A6

Item 2 Date of Material Change

January 31, 2025

Item 3 News Release

The news release dated January 31, 2025 was disseminated through Market News and StockWatch on January 31, 2025.

Item 4 Summary of Material Change

On January 31, 2025 the Company announced that it has completed its previously announced non-brokered private placement (the “**Financing**”), as described in its press release of November 26, 2024 pursuant to which it has issued an aggregate of 9,100,000 units (each, a “**Unit**”) at a price of \$0.05 per Unit, for aggregate gross proceeds of \$455,000.

Each Unit is comprised of one common share in the capital of the Company (each, a “**Share**”) and one-half of one share purchase warrant (each, a “**Warrant**”). Each Warrant will entitle the holder to purchase one additional Share in the capital of the Company (each, a “**Warrant Share**”) and collectively with the Units, Shares and Warrants, the “**Securities**”) for a period of 2 years from the closing date at an exercise price of \$0.075 per Warrant Share.

The Company intends to use the proceeds from the Financing for exploration of the Company’s current properties and for general working capital.

The Company paid a corporate finance fee of \$7,875 (including GST), cash finder’s fee of \$28,500 and issued 570,000 finder warrants (each, a “**Finder Warrant**”) to certain finders in connection with the Offering. The Finder Warrants entitle the holder to purchase one additional Warrant Share at a price \$0.075 per Warrant Share for a period of two years following closing.

The Securities issued under the Financing, and the Shares that may be issuable on exercise of the Warrants, are subject to a hold period expiring on June 1, 2025.

Item 5 Full Description of Material Change**5.1 Full Description of Material Change**

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Each Unit is comprised of one Share and one Warrant. Each Warrant will entitle the holder to purchase one Warrant for a period of 2 years from the closing date at an exercise price of \$0.075 per Warrant Share.

The Company intends to use the proceeds from the Financing for exploration of the Company's current properties and for general working capital.

The Company paid a corporate finance fee of \$7,875 (including GST), cash finder's fee of \$28,500 and issued 570,000 Finder Warrants to certain finders in connection with the Offering. The Finder Warrants entitle the holder to purchase one additional Warrant Share at a price \$0.075 per Warrant Share for a period of two years following closing.

The Securities issued under the Financing, and the Shares that may be issuable on exercise of the Warrants, are subject to a hold period expiring on June 1, 2025.

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

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

Marc Branson, CEO, 604.816.2555

Item 9 Date of Report

February 10, 2025