

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

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

*Carlyle Commodities Corp. (the "Company")  
1500 – 409 Granville St.  
Vancouver, BC V6C 1T2*

**Item 2. Date of Material Change**

*June 9, 2023*

**Item 3. News Release**

*The news release was issued on June 9, 2023 through Newsfile Corp.*

**Item 4. Summary of Material Change**

*The Company announced that it has issued an aggregate of 415,117 common shares in the capital of the Company to a consultant engaged by the Company. The Company also announced that it has agreed to issue 500,000 shares at a deemed price of \$0.10 per share to a consultant of the Company as full and final payment of debt in the aggregate amount of \$50,000.*

**Item 5.1 Full Description of Material Change**

*See Schedule "A" attached hereto.*

**Item 5.2 Disclosure for Restructuring Transactions**

*Not applicable.*

**Item 6. Reliance on subsection 7.1(2) of National Instrument 51-102**

*This Report is not being filed on a confidential basis.*

**Item 7. Omitted Information**

*None.*

**Item 8. Executive Officer**

*Morgan Good, Chief Executive Officer, 604-715-4751*

**Item 9. Date of Report**

*June 19, 2023*

## SCHEDULE "A"



1500 – 409 Granville Street, Vancouver, British Columbia V6C 1T2

## News Release

# CARLYLE ANNOUNCES SHARE ISSUANCES TO CONSULTANT AND DEBT SETTLEMENT

June 9, 2023

CSE:CCC | FSE:BJ4 | OTCQB:CCCF

**CARLYLE COMMODITIES CORP. (CSE:CCC, FSE:BJ4, OTCQB:CCCF)** (“Carlyle” or the “Company”) announces that it has issued an aggregate of 415,117 common shares in the capital of the Company (each, a “Share”) to a consultant engaged by the Company, as follows:

<b>Date of Issue</b>	<b>No. of Shares</b>	<b>Deemed Price per Share</b>
January 27, 2023	61,538	\$0.244
April 10, 2023	98,765	\$0.101
May 12, 2023	106,666	\$0.094
June 9, 2023	148,148	\$0.068
<b>Total:</b>	<b>415,117</b>	

The Shares being issued are payment for the services rendered by the consultant at a price per Share equal to the lowest permitted price by the applicable policies of the Canadian Securities Exchange. Accordingly, the Shares were issued pursuant to the prospectus exemption provided under Section 2.24 of National Instrument 45-106 – *Prospectus Exemptions*. The Shares issued have a hold period of four months and a day from issuance.

The Company also announces that it has agreed to issue 500,000 Shares at a deemed price of \$0.10 per Share to a consultant of the Company as full and final payment of debt in the aggregate amount of \$50,000 (the “**Debt Settlement**”), to settle certain amounts owed by the Company.

All securities issued in connection with the Debt Settlement will be subject to a statutory hold period expiring four months and one day after the date of issuance as set out in National Instrument 45-102 – *Resale of Securities*.

## **About Carlyle**

Carlyle is a mineral exploration company focused on the acquisition, exploration, and development of mineral resource properties. Carlyle owns 100% of the Newton Project in the Clinton Mining Division of B.C. and is listed on the CSE under the symbol “CCC”, on the OTCQB Market under the ticker CCCFF, and on the Frankfurt Exchange under the ticker BJ4.

**ON BEHALF OF THE BOARD OF DIRECTORS OF**

**CARLYLE COMMODITIES CORP.**

*“Morgan Good”*

Morgan Good  
Chief Executive Officer

**For more information regarding this news release, please contact:**

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*Neither the CSE nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release).*