

FORM 51-102F3
Material Change Report

Item 1. Name and Address of Company

*Carlyle Commodities Corp. (the “Company”)
1500 – 1111 West Hastings Street,
Vancouver, British Columbia, V6E 2J3*

Item 2. Date of Material Change

November 28, 2024

Item 3. News Release

The news release was issued on November 29, 2024 through Newsfile Corp.

Item 4. Summary of Material Change

The Company announced that, further to its news release dated September 27, 2024, it has issued 2,000,000 common shares (each, a “Share”) at a deemed price of \$0.05 per Share to Divitiae Resources Ltd. pursuant to the Company’s recently announced option to purchase an undivided 100% right, title and interest in certain mining claims in the Quesnel Terrane in central British Columbia.

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

December 4, 2024

SCHEDULE "A"



1500 – 1111 West Hastings Street, Vancouver, British Columbia, V6E 2J3

News Release

CARLYLE ISSUES QUESNEL PROPERTY OPTION SHARES AND ACQUIRES QUESNEL GOLD PROPERTY

November 29, 2024

CSE:CCC | FSE:BJ4 | OTC:CCCFF

Vancouver, British Columbia, CARLYLE COMMODITIES CORP. (CSE:CCC, FSE:BJ4, OTC:CCCFF) ("Carlyle" or the "Company") announces that, further to its news release dated September 27, 2024, it has issued 2,000,000 common shares (each, a "Share") at a deemed price of \$0.05 per Share to Divitiae Resources Ltd. (the "Optionor"), pursuant to the Company's recently announced option to purchase an undivided 100% right, title and interest in certain mining claims (the "Option") in the Quesnel Terrane in central British Columbia (the "Quesnel Gold Project"), subject to a 2% net smelter return royalty to be retained by the Optionor. Pursuant to the terms of the Option, Carlyle may, at any time, purchase 1% of the royalty on the Quesnel Gold Project from the Optionor for a cash payment in the aggregate amount of \$1,000,000. The Company, having satisfied the terms of the Option, has acquired an undivided 100% right, title and interest in the Quesnel Gold Project.

The Quesnel Gold Project is located in the Cariboo Mining Division, 30 kilometers northeast of Quesnel in Central British Columbia covering 1,607.34 hectares, proximal to main highways and power lines facilitating year-round access and workability. The Quesnel Gold Project is situated within the Quesnel Trough within a subdivision of the Intermountain Tectonic Belt, and on trend with the historic "G-South" historical gold resource.

All securities issued in connection with the Option 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 Canadian Securities Exchange under the symbol "CCC", on the OTC Market under the ticker "CCCFF", and 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.