

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

ORIGEN RESOURCES INC.
(the "Company")
488 – 625 Howe St
Vancouver, BC V6C 2T6

Item 2 - Date of Material Change

October 18, 2021

Item 3 News Release

A news releases was issued and disseminated on October 18, 2021 and filed on SEDAR (www.sedar.com) and with the CSE.

Item 4 Summary of Material Change

The Chief Financial Officer resigned effective October 15, 2021.
A new Chief Financial Officer was appointed effective October 15, 2021.
The Company arranged a short-term loan facility with Crest Resources Inc.

Item 5 Full Description of Material Change

See attached news release at Schedule "A"

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

The following senior officer of the Company is knowledgeable about the material change and this report:

Gary Schellenberg, CEO
Phone: 604-681-0209

Item 9 Date of Report

October 18, 2021

Origen Appoints Natasha Tsai as CFO and Enters into Short-term Loan Agreement

Vancouver, BC, October 18, 2021. Origen Resources Inc. (the “Company” or “Origen”) (CSE:ORGN; FSE:4VXA) is pleased to announce that it has appointed Natasha Tsai as Chief Financial Officer and accepts the resignation of Elizabeth Richards.

Ms. Tsai, CPA, CA, is Managing Director at Malaspina Consultants Inc. and has served as a senior advisor and CFO with companies in a broad range of industries. Natasha specializes in the areas of financial operations and business performance. Prior to 2012, Natasha was the CFO of a junior mining company and the corporate controller of an early stage company in the energy sector. Natasha is a graduate of Sauder School of Business at UBC and received her Chartered Accountant designation in 2007. She is also a former co-chair of the Young CA Forum at the Institute of Chartered Accountants of BC.

The Company would like to thank Ms. Richards for her dedication and expertise provided that helped navigate the Company since incorporation and wish her all the best with her future endeavours.

Short-term Loan Agreement

Origen has arranged a short-term loan facility with Crest Resources Inc. (“Crest”), a company which currently owns 6,000,000 shares of Origen.

Pursuant to the terms of the agreement, Crest will advance the Company one million dollars (\$1,000,000.00) for a thirty day term, at an interest rate of 0% per annum and the Company will issue Crest a one-time bonus of one hundred and sixty thousand (160,000) common shares of Origen, which will bear a restrictive legend of 4 months and one day from the date of issuance. The loan is deemed to be a non-arm’s-length transaction, as Crest, owns more than 10% of the Company. Additionally one of the Company’s director’s, Garry Stock is also a director of Crest, which makes the transaction a related party transaction and subject to MI 61-101. Because the Company’s shares trade only on the Canadian Securities Exchange, the issuance of securities is exempt from the formal valuation requirements of Section 5.4 of MI 61-101 pursuant to Subsection 5.5(1)(b) of MI 61-101 and exempt from the minority shareholder approval requirements under Subsection 5.7(1)(a) of MI 61-101 as the value of the loan transaction is under 25% of Origen’s market capitalization.

The loan facility and bonus shares are subject to the Company’s filing requirements with the Canadian Securities Exchange.

The loan facility will be used to participate in the private placement announced by Forty Pillars Mining Corp. (“Forty Pillars”), terms of which were disclosed in Forty Pillar’s October 6, 2021 news release. The participation in the private placement is deemed to be a non-arm’s length transaction, as Gary Schellenberg, an officer and director of Origen, is also a director of Forty Pillars, whom has abstained from board voting in relation to the proposed private placement transaction.

About Origen

Origen is an exploration company engaged in generating, acquiring and advancing base, precious metal, and lithium properties. The Company currently holds a property portfolio of four 100% owned precious and base metal projects in southern British Columbia, a 100% interest in the 26,771 ha LGM project and an option to acquire a 100% interest in the 3,971 ha Wishbone property in the mineral rich Golden Triangle of British

Columbia, a 100% interest in the Middle Ridge gold project, a 100% interest in 13 lithium prospects in Newfoundland, and an option to earn a 100% interest in the Los Sapitos lithium project in Argentina.

On behalf of Origen,

Blake Morgan

President

For further information, please contact Blake Morgan, President at 236-878-4938 or Gary Schellenberg, CEO at 604-681-0221.

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

Certain of the statements made and information contained herein may constitute “forward-looking information.” In particular references to the private placement and future work programs or expectations on the quality or results of such work programs are subject to risks associated with operations on the property, exploration activity generally, equipment limitations and availability, as well as other risks that we may not be currently aware of. Accordingly, readers are advised not to place undue reliance on forward-looking information. Except as required under applicable securities legislation, the Company undertakes no obligation to publicly update or revise forward-looking information, whether as a result of new information, future events or otherwise.