

Form 51-102F3

Material Change Report

Item 1 Name and Address of Company

Origen Resources Inc. (the
“**Company**”)
488 - 625 Howe Street
Vancouver, BC, V6C 2T6

Item 2 Date of Material Change

April 23, 2024

Item 3 News Release

A news releases was issued and disseminated on April 23rd, 2024, and subsequently filed on SEDAR+ (www.sedarplus.ca) and with the CSE.

Item 4 Summary of Material Change

Origen announced that it has entered into an agreement with Nিকেlex Resources Corporation (“Nিকেlex”) (TSXV: NICK) to sell a 100% interest in its Arlington project located 17km north of Beaverdell in south-central British Columbia.

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: 604-681-0221

Item 9 Date of Report

DATED at Vancouver, BC, this 23rd day of April, 2024.

Origen Resources Enters into Agreement to Sell 100% Interest in the Arlington Project

Vancouver, BC, April 23, 2024. Origen Resources Inc. (the "Company" or "Origen") (CSE:ORGN; FSE:4VXA) is pleased to announce that it has entered into an agreement with Nickelex Resources Corporation ("Nickelex") (TSXV: NICK) to sell a 100% interest in its Arlington project located 17km north of Beaverdell in south-central British Columbia.

The Arlington Agreement, which is subject to Regulatory Approval provides that Nickelex may earn a 100% interest in the Arlington Property by meeting the following obligations to Origen, all by the first anniversary of Regulatory Approval:

- Making cash payments totaling \$130,000 (\$30,000 of which is reimbursement of costs associated with the Bond posted in regards to the current drill permit to be assigned to Nickelex);
- Incurring exploration expenditures of \$250,000 on the Arlington Property; and
- Issuing shares to Origen valued at \$200,000 within 7 days of Regulatory Approval; and issuing additional shares to Origen valued at \$200,000, or 2 million shares, whichever is greater in aggregate value, by the first anniversary of Regulatory Approval.

Origen will retain a royalty of 2% of net smelter returns, provided that Nickelex may purchase 1% of such royalty at any time for a one-time payment of \$1,000,000

"Entering into the Arlington agreement is another step towards our goal of monetizing the Company's assets. The Origen Team is happy to see this asset move to a group with a proven track record of advancing projects and we are excited to be a significant shareholder moving forward," states Gary Schellenberg, CEO.

Stock Option Grant

Origen wishes to announce that it has granted incentive stock options of the Company to its officers, directors, advisors and consultants for the right to purchase up to an aggregate of 1,100,000 common shares of the Company, exercisable at the price of \$0.05 per share for five (5) years. The effective date of the grant of option is April 23, 2024. The stock options granted will be in accordance with the Company's Stock Option Plan and will have the required four-months hold period legend, pursuant to the Policies of the CSE and regulatory authorities.

On behalf of Origen,
Thomas Hawkins
Managing Director

For further information, please contact Gary Schellenberg, Chief Executive Officer, 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.