

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1 Name and Address of Company

BluSky Carbon Inc. (the “Company”)
35 Research Parkway,
Old Saybrook, CT 06475
United States

Item 2 Date of Material Change

July 9, 2024

Item 3 News Release

The Company disseminated a news release announcing the material change described herein through the news dissemination services of AccessWire on July 9, 2024, and a copy was subsequently filed on SEDAR+.

Item 4 Summary of Material Change

The Company announced that the Company’s CEO, Mr. William Hessert has joined the Board of the US Biochar Coalition, an organization aiming to elevate awareness among the public, policy makers, and end markets of the biochar industry.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announced that the Company’s CEO, Mr. William Hessert has joined the Board of the US Biochar Coalition, an organization aiming to elevate awareness among the public, policy makers, and end markets of the biochar industry. The US Biochar Coalition works to help achieve U.S. economic development, climate resilience, and energy independence goals by uniting biochar industry leaders through a powerful platform for action.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

For further information, please contact William Hessert, Chief Executive Officer of the Company, at (860) 577-2080 or via email to info@bluskycarbon.com.

Item 9 Date of Report

July 18, 2024