

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

Item 1 Name and Address of Company

Edison Lithium Corp. (the “**Company**”)
Suite 221 – 998 Harbourside Drive
North Vancouver, BC V7P 3T2

Item 2 Date of Material Change

February 9, 2026

Item 3 News Release

The Company disseminated a news release announcing the material change described herein through the news dissemination service of Newsfile Corp. on February 9, 2026, and a copy was subsequently filed on SEDAR+.

Item 4 Summary of Material Change

The Company closed a non-brokered private placement of 11,157,500 units (the “**Units**”) at a price of \$0.05 per Unit for gross proceeds of \$557,875 (the “**Offering**”).

Each Unit consisted of one common share and one common share purchase warrant. Each warrant entitles the holder to acquire one common share at an exercise price of \$0.08 until February 9, 2028. All securities issued under the Offering are subject to a statutory hold period expiring June 10, 2026.

In connection with the Offering, the Company paid cash finder’s fees of \$32,000 and issued 640,000 non-transferable finder warrants exercisable at \$0.08 until February 9, 2028.

Certain insiders participated in the Offering, acquiring an aggregate of 237,500 Units. Nathan Rotstein, President, Chief Executive Officer and Director, acquired 37,500 Units and James Richardson, Chief Financial Officer and Director, acquired 200,000 Units. The insider participation constitutes a related party transaction under Multilateral Instrument 61-101 - *Protection of Minority Security Holders in Special Transactions* (“**MI 61-101**”). The Company relied on the exemptions from the formal valuation and minority approval requirements contained in sections 5.5(a) and 5.7(1)(a) of MI 61-101, as the fair market value of the insider participation does not exceed 25% of the Company’s market capitalization. The Company did not file the material change report more than 21 days prior to closing as the terms were not settled until shortly before closing and the Company wished to complete the Offering in an expeditious manner.

The Company also granted an aggregate of 1,500,000 stock options to directors, officers, employees and consultants in accordance with its stock option plan.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please see the news release appended hereto as Schedule “A”.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

The report is not being filed on a confidential basis.

Item 7 Omitted Information

There are no significant facts required to be disclosed herein which have been omitted.

Item 8 Executive Officer

For further information, please contact Nathan Rotstein, Chief Executive Officer and Director of the Company, at 416-526-3217.

Item 9 Date of Report

February 13, 2026



EDISON LITHIUM CLOSES PRIVATE PLACEMENT FINANCING

//NOT FOR DISTRIBUTION TO UNITED STATES NEWSWIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES//

Vancouver, British Columbia, February 9, 2026 – **Edison Lithium Corp.** (TSXV: EDDY, FWB: VV0) (“**Edison**” or the “**Company**”) is pleased to announce that it has closed its previously announced non-brokered private placement financing (the “**Offering**”) and issued an aggregate of 11,157,500 units (the “**Units**”) at a price of \$0.05 per Unit, for total gross proceeds of \$557,875.

Each Unit is comprised of one common share of the Company (a “**Share**”) and one common share purchase warrant (a “**Warrant**”), with each Warrant entitling the holder thereof to acquire one additional Share at an exercise price of \$0.08 per Share for a period of two years from the date of issuance.

The proceeds of the Offering will be used to fund exploration activities on the Company’s projects and for general working capital purposes.

Directors and officers of the Company participated in the Offering acquiring 237,500 Units for aggregate proceeds to the Company of \$11,875.00. Such participation is considered to be a “related party transaction” as defined under *Multilateral Instrument 61-101- Protection of Minority Security Holders in Special Transactions* (“**MI 61-101**”). The Company is relying on exemptions from the formal valuation and minority shareholder approval requirements provided under sections 5.5(a) and 5.7(1)(a) of MI 61-101 on the basis that participation by such directors and officers in the Offering does not exceed 25% of the fair market value of the Company’s market capitalization, as calculated in accordance with MI 61-101.

In connection with the Offering, the Company paid cash finder’s fees of \$32,000.00 and issued 640,000 non-transferable finder warrants, each exercisable to acquire one Share at a price of \$0.08 until February 9, 2028.

All securities issued under the Offering are subject to a statutory hold period expiring June 10, 2026, in accordance with applicable securities laws and the policies of the TSX Venture Exchange (the “**TSXV**”). The Offering remains subject to final approval of the TSXV.

The securities described herein have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the “**U.S. Securities Act**”), or any state securities laws, and may not be offered or sold within the United States except in compliance with the registration requirements of the U.S. Securities Act and applicable state securities laws or pursuant to available exemptions therefrom. This press release does not constitute an offer to sell or a solicitation of an offer to buy any securities in the United States.

In addition, the Company announces that it has granted an aggregate of 1,500,000 stock options (the “**Options**”) to certain directors, officers and consultants of the Company pursuant to its stock option plan. Each Option is exercisable to acquire one common share (a “**Share**”) of the Company at an exercise price of \$0.10 per Share for a period of five years from the date of grant, being February 9, 2026. The Options vest in full on the date of grant. The Options were granted in accordance with the terms of the Company’s stock option plan and the policies of the TSXV. Any Shares issued upon the exercise of the Options will be subject to a four month hold period from the date of grant in accordance with the policies of the TSXV and applicable securities laws. The grant of the Options is subject to acceptance by the TSXV.

About Edison Lithium Corp.

Edison Lithium Corp. is a Canadian-based junior mining exploration company focused on the procurement, exploration and development of cobalt, lithium, alkali and other energy metal properties. The Company's acquisition strategy is based on acquiring affordable, cost-effective, and highly regarded mineral properties in areas with proven geological potential. Edison is building a portfolio of quality assets capable of supplying critical materials to the battery industry and intends to capitalize on and have its shareholders benefit from the renewed interest in the battery metals space.

On behalf of the Board of Directors:

"Nathan Rotstein"

Nathan Rotstein
Chief Executive Officer and Director

For more information please contact:

Tel: 416-526-3217

Email: info@edisonlithium.com

Website: www.edisonlithium.com

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

Cautionary Note Regarding Forward-Looking Statements

This news release contains certain "forward-looking information" and "forward-looking statements" (collectively "forward-looking statements") within the meaning of applicable securities legislation. Forward-looking statements are frequently, but not always, identified by words such as "expects", "anticipates", "believes", "intends", "estimates", "potential", "possible", and similar expressions, or statements that events, conditions, or results "will", "may", "could", or "should" occur or be achieved. All statements in this news release, other than statements of historical fact, including, without limitation, statements relating to the closing of the Offering, the terms of the Offering, the use of proceeds of the Offering, the receipt of acceptance of the Offering by the TSX Venture Exchange, and the plans and business of Edison are forward-looking statements. There can be no assurance that such statements will prove to be accurate, and actual results and future events could differ materially from those anticipated in such statements. Forward-looking statements reflect the beliefs, opinions and projections on the date the statements are made and are based upon a number of assumptions and estimates that, while considered reasonable by the Company, are inherently subject to significant business, economic, competitive, political and social uncertainties and contingencies. Many factors, both known and unknown, could cause actual results, performance or achievements to be materially different from the results, performance or achievements that are or may be expressed or implied by such forward-looking statements and the parties have made assumptions and estimates based on or related to many of these factors. Such factors include, without limitation, the ability of the Company to close the Offering on the proposed terms or at all, and the ability of the Company to obtain acceptance by the TSX Venture Exchange. Readers should not place undue reliance on the forward-looking statements and information contained in this news release concerning these items. The Company does not assume any obligation to update these forward-looking statements should they change, except as required by applicable securities laws.