Form 62-103F1

REQUIRED DISCLOSURE UNDER THE EARLY WARNING REQUIREMENTS

State if the report is filed to amend information disclosed in an earlier report. Indicate the date of the report that is being amended.

Item 1 - Security and Reporting Issuer

1.1 State the designation of securities to which this report relates and the name and address of the head office of the issuer of the securities.

- **Securities**: Common shares ("**Common Shares**") in the capital of Bri-Chem Corp. ("**Bri-Chem**")

- **Issuer:** Bri-Chem Corp., 27075 Acheson Road, Acheson, Alberta, T7X 6B1

1.2 State the name of the market in which the transaction or other occurrence that triggered the requirement to file this report took place.

- US Over The Counter Stock Transaction ("OTC transaction") (stock is listed on The Toronto Stock Exchange ("TSX")

Item 2 - Identity of the Acquiror

2.1 State the name and address of the acquiror.

- Cenatex Holdings, LLC ("**Cenatex**"), 7405 Ramblewood Drive, Garland, Texas 75044

Cenatex Holdngs, LLC is a private company organized under the laws of the State of Texas

2.2 State the date of the transaction or other occurrence that triggered the requirement to file this report and briefly describe the transaction or other occurrence.

On December 13, 2024, Cenatex and Joint Actors purchased 126,630 Common Shares via an OTC transaction representing 0.479% of the 26,432,981 issued and outstanding Common Shares. This transaction increased the holdings of Cenatex and joint actors to a total of 3,200,000 Common Shares, representing 12.106% of the total number of issued and outstanding Common Shares (the "**Purchase**")

2.3 State the names of any joint actors.

Barry Hugghins, Barry Hugghins Individual Retirement Account, Patricia Hugghins Individual Retirement Account

If the acquiror is a corporation, general partnership, limited partnership, syndicate or other group of persons, provide its name, the address of its head office, its jurisdiction of incorporation or organization, and its principal business.

- See Item 2.1

Item 3 - Interest in Securities of the Reporting Issuer

3.1 State the designation and number or principal amount of securities acquired or disposed of that triggered the requirement to file the report and the change in the acquiror's securityholding percentage in the class of securities.

- See Item 2.2

3.2 State whether the acquiror acquired or disposed ownership of, or acquired or ceased to have control over, the securities that triggered the requirement to file the report.

- See item 2.2

3.3 If the transaction involved a securities lending arrangement, state that fact.

- Not Applicable

3.4 State the designation and number or principal amount of securities and the acquiror's securityholding percentage in the class of securities, immediately before and after the transaction or other occurrence that triggered the requirement to file this report.

Immediately prior to the Purchase, Cenatex owned 2,579,720 Common Shares and exercised control and direction over 151,900 Shares owned by Barry Hugghins, 128,250 Common Shares owned by Patricia Hugghins Individual Retirement Account, and 213,500 Common Shares shares owned by Barry Hugghins Individual Retirement Account. The 3,073,370 Common Shares owned by Cenatex and Joint Actors, or over which Cenatex and joint actors had control or direction represented 11.627% of the 26,432,981 issued and outstanding Common Shares.

Following the Purchase, Cenatex owns 2,579,720 Common Shares and exercised control and direction over 278,530 Shares owned by Barry Hugghins, 128,250 Common Shares owned by Patricia Hugghins Individual Retirement Account, and 213,500 Common Shares shares owned by Barry Hugghins Individual Retirement Account. The 3,200,000 Common Shares owned by Cenatex and Joint Actors, or over which Cenatex and joint actors had control or direction represented 12.106% of the 26,432,981 issued and outstanding Common Shares.,

3.5 State the designation and number or principal amount of securities and the acquiror's securityholding percentage in the class of securities referred to in Item 3.4 over which

(a) the acquiror, either alone or together with any joint actors, has ownership and control,

- See Item 3.4, paragraph 2

(b) the acquiror, either alone or together with any joint actors, has ownership but control is held by persons or companies other than the acquiror or any joint actor, and

- Not Applicable

(c) the acquiror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership.

- Not Applicable

3.6 If the acquiror or any of its joint actors has an interest in, or right or obligation associated with, a related financial instrument involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the related financial instrument and its impact on the acquiror's securityholdings.

- Not Applicable

3.7 If the acquiror or any of its joint actors is a party to a securities lending arrangement involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the arrangement including the duration of the arrangement, the number or principal amount of securities involved and any right to recall the securities or identical securities that have been transferred or lent under the arrangement.

- Not Applicable

State if the securities lending arrangement is subject to the exception provided in section 5.7 of NI 62-104.

- Not applicable

3.8 If the acquiror or any of its joint actors is a party to an agreement, arrangement or understanding that has the effect of altering, directly or indirectly, the acquiror's economic exposure to the security of the class of securities to which this report relates, describe the material terms of the agreement, arrangement or understanding.

Not Applicable

Item 4 - Consideration Paid

4.1 State the value, in Canadian dollars, of any consideration paid or received per security and in total.

The Common Shares were purchased at an average price of $0.4036 (Canadian) per Common Share, for a total purchase cost of $51,105.73 (Canadian)

4.2 In the case of a transaction or other occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, disclose the nature and value, in Canadian dollars, of the consideration paid or received by the acquiror.

Not Applicable

4.3 If the securities were acquired or disposed of other than by purchase or sale, describe the method of acquisition or disposition.

Not Applicable

Item 5 - Purpose of the Transaction

State the purpose or purposes of the acquiror and any joint actors for the acquisition or disposition of securities of the reporting issuer. Describe any plans or future intentions which the acquiror and any joint actors may have which relate to or would result in any of the following:

(a) the acquisition of additional securities of the reporting issuer, or the disposition of securities of the reporting issuer;

(b) a corporate transaction, such as a merger, reorganization or liquidation, involving the reporting issuer or any of its subsidiaries;

(c) a sale or transfer of a material amount of the assets of the reporting issuer or any of its subsidiaries;

(d) a change in the board of directors or management of the reporting issuer, including any plans or intentions to change the number or term of directors or to fill any existing vacancy on the board;

(e) a material change in the present capitalization or dividend policy of the reporting issuer;

(f) a material change in the reporting issuer's business or corporate structure;

(g) a change in the reporting issuer's charter, bylaws or similar instruments or another action which might impede the acquisition of control of the reporting issuer by any person or company;

(h) a class of securities of the reporting issuer being delisted from, or ceasing to be authorized to be quoted on, a marketplace;

(i) the issuer ceasing to be a reporting issuer in any jurisdiction of Canada;

(j) a solicitation of proxies from securityholders;

(k) an action similar to any of those enumerated above.

Cenatex purchased Common Shares as a result of an investment decision and, based on current market conditions. Cenatex and joint actors may in the future decrease or further increase their shareholdings in Bri-Chem as circumstances warrant, whether in the open market, by privately negotiated agreements, or otherwise. Any transaction that Cenatex and joint actors may pursue may be made at any time and from time to time without prior notice and will depend on a variety of factors, including, without limitation, the price and availability of Common Shares of Bri-Chem, subsequent developments affecting Bri-Chem, its business and prospects, other investment and business opportunities available to Cenatex and joint actors, general industry and economic conditions, the securities markets in general, compliance with applicable securities laws and other factors deemed relevant by Cenatex and joint actors

Except as indicated above, Cenatex and joint actors currently have no plans or future intentions related to the matters listed in the other clauses above.

For the purposes of this report, the term "**Reporting Person(s)**" shall mean the individual who is an authorized to access and use SEDAR + on behalf of an electronic filer, which in this case, is Barry Hugghins on behalf of Cenatex.

Item 6 - Agreements, Arrangements, Commitments or Understandings With Respect to Securities of the Reporting Issuer

Describe the material terms of any agreements, arrangements, commitments or understandings between the acquiror and a joint actor and among those persons and any person with respect to securities of the class of securities to which this report relates, including but not limited to the transfer or the voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, guarantees of profits, division of profits or loss, or the giving or withholding of proxies. Include such information for any of the securities that are pledged or otherwise subject to a contingency, the occurrence of which would give another person voting power or investment power over such securities, except that disclosure of standard default and similar provisions contained in loan agreements need not be included.

Not Applicable

Item 7 - Change in material fact

If applicable, describe any change in a material fact set out in a previous report filed by the acquiror under the early warning requirements or Part 4 in respect of the reporting issuer's securities.

Not Applicable

Item 8 - Exemption

If the acquiror relies on an exemption from requirements in securities legislation applicable to formal bids for the transaction, state the exemption being relied on and described the facts supporting that reliance.

Not Applicable

Item 9 - Certification

The acquiror must certify that the information is true and complete in every respect. In the case of an agent, the certification is based on the agent's best knowledge, information and belief but the acquiror is still responsible for ensuring that the information filed by the agent is true and complete.

This report must be signed by each person on whose behalf the report is filed or his authorized representative.

It is an offence to submit information that, in a material respect and at the time and in the light of the circumstances in which it is submitted, is misleading or untrue.

Certificate

The certificate must state the following:

I, as the acquiror, certify, or I, as the agent filing the report on behalf of an acquiror, certify to the best of my knowledge, information and belief, that the statements made in this report are true and complete in every respect.

12/13/2024

Date

Barry Hugghins

Signature

BARRY Hugghins member/MANAGER

Cenatex Holdings, LLC

Name/Title