

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

Item 1 Name and Address of Company

PETROLYMPIC LTD.
82 Richmond Street East
Toronto, ON M5C 1P1

Item 2 Date of Material Change

December 28, 2023

Item 3 News Release

The press release attached as Schedule "A" was released on December 28, 2023, by a newswire company in Canada.

Item 4 Summary of Material Change

The material change is described in the press release attached as Schedule "A".

Item 5 Full Description of Material Change

The material change is described in the press release attached as Schedule "A".

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Mendel Ekstein
Chief Executive Officer
T: 845 656-0184
E: exis@petrolympic.com

Item 9 Date of Report

December 28, 2023

Schedule A

PETROLYMPIC LTD. ANNOUNCES CLOSING OF PRIVATE PLACEMENT FINANCING

Toronto, Ontario, December 28, 2023 – Petrolympic Ltd. (the "**Company**", TSXV: PCQ) wishes to announce it has completed a non-brokered private placement (the "**Offering**") of 3,333,330 common shares of the Company on a flow-through basis ("**FT Shares**") at a price of \$0.06 per FT Share, for aggregate gross proceeds of \$199,999.80.

In connection with the Offering, the Company paid finder's commissions of an aggregate of \$5,999.99 and issued an aggregate of 199,999 finder's shares (the "Finder's Shares") at \$0.05 per Finder's Share.

The securities issued under the Offering have a hold period of four months and one day from the date of issuance.

The Company will use the net proceeds of the Offering to explore the Company's mineral properties located in Quebec.

About Petrolympic

Petrolympic is a Junior Canadian gold and lithium mining company in North America. The Company is presently focused on its lithium exploration assets in the James Bay region, Basserode and Fournière in Abitibi region as well as its gold exploration assets at Vauquelin and Rayon d'Or in the Val d'Or region, all in the Province of Quebec, Canada.

For further information please contact:

Mendel Ekstein – President & CEO

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NEITHER THE TSX VENTURE EXCHANGE NOR ITS REGULATIONS SERVICES PROVIDER HAVE REVIEWED OR ACCEPT RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION

Certain information contained or incorporated by reference in this press release, including any information regarding the proposed acquisition, constitutes "forward-looking statements". All statements, other than statements of historical fact, are to be considered forward-looking statements. Forward-looking statements are necessarily based on a number of estimates and assumptions that, while considered reasonable by the Company, are inherently subject to significant business, economic, geological and competitive uncertainties and contingencies. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guaranteeing of future performance. Known and unknown factors could cause actual results to differ materially from those projected in the forward-looking statements. Such factors include but are not limited to: economic and global market impacts of the COVID-19 pandemic, fluctuations in market prices, exploration and exploitation successes, continued availability of capital and financing, changes in national and local government legislation, taxation, controls, regulations, expropriation or nationalization of property and general political, economic, market or business conditions. Many of these uncertainties and contingencies can affect our actual results and could cause actual results to differ materially from those expressed or implied in any forward-looking statements made by, or on behalf of, us. Readers are cautioned that forward-

looking statements are not guarantees of future performance and, therefore, readers are advised to rely on their own evaluation of such uncertainties. All of the forward-looking statements made in this press release, or incorporated by reference, are qualified by these cautionary statements. We do not assume any obligation to update any forward-looking statements.