

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

Item 1 Name and Address of Company

Noble Plains Uranium Corp. (the “Company”)
1100 – 1199 West Hastings Street
Vancouver, BC V6E 3T5

Item 2 Date of Material Change

October 2, 2025

Item 3 News Release

The Company disseminated a news release on October 2, 2025, through the news dissemination services of Newsfile Corp. announcing the material change described herein. A copy was subsequently filed on SEDAR+.

Item 4 Summary of Material Change

The Company completed an over-subscribed non-brokered private placement of 11,663,611 Units at \$0.09 per Unit for gross proceeds of \$1,049,724.99 (the “Offering”). Each Unit consists of one common share and one-half of one common share purchase warrant. Each whole warrant entitles the holder to acquire one additional common share exercisable at \$0.15 until October 2, 2027.

In connection with the Offering, the Company paid finder’s fees of \$49,622.65 and issued 551,362 non-transferable finder warrants, exercisable at \$0.15 until October 2, 2027.

The net proceeds from the Offering will be used to carry out the Company’s upcoming drill program on the Duck Creek project located in the prolific Powder River Basin of Wyoming. Additional exploration work will also take place on the Company’s Shirley Central and Shirley East projects in the past producing Shirley Basin of Wyoming, as well as for general working capital purposes.

Four insiders of the Company participated in the Offering. Mr. Paul Cowley, director and Chief Executive Officer of the Company, purchased 125,000 Units for \$ 11,250; Mr. Bradley Parkes, a director and Vice President Exploration of the Company, purchased 150,000 Units for \$13,500; Mr. Marino Sveinson, a director of the Company, purchased 50,000 Units for \$4,500; and Zimco Capital Inc. a company controlled by Mr. Drew Zimmerman, President of the Company, purchased 600,000 Units for \$54,000. The participation of these insiders in the Offering constituted a “related party transaction” under MI 61-101. The Company relied on exemptions from the formal valuation and minority shareholder approval requirements under sections 5.5(a) and 5.7(a) of MI 61-101, as the fair market value of the securities issued to the insiders under the Offering did not exceed 25% of the Company's market capitalization. A material change report was not filed 21 days in advance due to the late determination of the insider’s participation and the desire to close the Offering promptly.

All securities issued are subject to a statutory hold period expiring February 3, 2026. The Offering is subject to final approval of the TSX Venture Exchange.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The full details of the transaction are contained in the news release attached 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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

For further information, please contact Paul Cowley, Chief Executive Officer and Director of the Company, at 604-340-7711.

Item 9 Date of Report

October 10, 2025

Schedule "A"

Not for distribution to United States newswire services or for dissemination in the United States.



Noble Plains Uranium Closes \$1,049,725 Over-Subscribed Private Placement

October 2, 2025 – Vancouver, British Columbia – Noble Plains Uranium Corp. (TSX-V: NOBL, FSE: INEO) ("**Noble Plains**" or the "**Company**") is pleased to announce that it has closed the non-brokered private placement (the "**Offering**") previously announced on September 17, 2025, and subsequently upsized on September 18 and September 26, 2025. The Company issued an aggregate of 11,663,611 Units (each, a "**Unit**") at a price of \$0.09 per Unit for gross proceeds of \$1,049,724.99.

"The strong demand for this financing allows our team to immediately advance drilling at Duck Creek, our flagship project in the Powder River basin, and to continue work across our Shirley Basin portfolio," said Drew Zimmerman, President of Noble Plains. "It reflects our approach of raising capital in step with clear milestones and positions us to keep executing on our vision of rapidly building uranium pounds in the ground in America's top uranium jurisdictions."

Each Unit consists of one common share of the Company (each, a "**Share**") and one-half of one common share purchase warrant. Each whole warrant (each, a "**Warrant**") entitles the holder to acquire one additional Share (a "**Warrant Share**") at an exercise price of \$0.15 at any time before 5:00 p.m. (Pacific Time) on October 2, 2027, being the second anniversary of the date of issuance.

In connection with the Offering, the Company paid cash finder's fees of \$49,622.65 and issued 551,362 non-transferable finder warrants, each exercisable to acquire one Share at a price of \$0.15 until October 2, 2027.

The Company expects to use the proceeds of the Offering to carry out its upcoming drill program on the Duck Creek project located in the prolific Powder River Basin of Wyoming. Additional exploration work will also take place on the Company's Shirley Central and Shirley East projects in the past producing Shirley Basin of Wyoming, as well as for general working capital purposes.

Certain Directors and Officers of the Company (the "**Insiders**") participated in the Offering, acquiring an aggregate of 925,000 Units for gross proceeds of \$83,250. Participation by the Insiders constitutes a "related party transaction" within the meaning of Multilateral Instrument 61-101 - *Protection of Minority Security Holders in Special Transactions* ("**MI 61-101**"). The Company is exempt from the formal valuation and minority shareholder approval requirements under MI 61-101 pursuant to sections 5.5(a) and 5.7(a) of MI 61-101, respectively, as the fair market value of the securities issued to the Insiders under the Offering did not exceed 25% of the Company's market capitalization. The Company did not file a material change report at least 21 days before the closing of the Offering, which the Company deems reasonable in the circumstances as the details of the Insider's participation were not confirmed until shortly before closing and the Company wished to complete the Offering in an expeditious manner.

All securities issued under the Offering are subject to a statutory hold period expiring February 3, 2026, in accordance with applicable securities laws and the policies of the TSX Venture Exchange. The Offering remains subject to final approval of the TSX Venture Exchange.

This press release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities in the United States. The securities 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 or to or for the account or benefit of a "U.S. person" (as defined in Regulation S under the U.S. Securities Act) unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

About Noble Plains Uranium

Noble Plains Uranium Corp. is a U.S.-focused uranium exploration and development company advancing a portfolio of high-potential projects amenable to In Situ Recovery (ISR) — the most capital-efficient and environmentally responsible method of uranium extraction. Our strategy targets historically drilled and underexplored assets in proven jurisdictions, with the objective of rapidly delineating NI 43-101-compliant resources and building a scalable inventory of domestic uranium.

On Behalf of the Board of Directors,

"Paul Cowley", CEO

"Drew Zimmerman", President

For further information, please contact: Drew Zimmerman: (778) 686-0973

Website: www.nobleplains.com

Bradley Parkes, P.Geo., VP Exploration and Director of Noble Plains Uranium Corp., is the Qualified Person as defined in National Instrument 43-101, who has read and approved the technical content of this news release.

This news release includes certain forward-looking statements as well as management's objectives, strategies, beliefs and intentions. Forward looking statements are frequently identified by such words as "may", "will", "plan", "expect", "anticipate", "estimate", "intend" and similar words referring to future events and results. Forward-looking statements include, but are not limited to, statements regarding the expected use of proceeds of the Offering, planned exploration and drilling programs, the Company's business objectives, and the final acceptance of the Offering by the TSX Venture Exchange. Forward-looking statements are based on certain assumptions, including that the Company will be able to obtain the final acceptance of the TSX Venture Exchange in respect of the Offering, that the Company will be able to carry out its planned exploration and drilling programs as currently anticipated, and that market conditions and commodity prices will remain favourable. Forward-looking statements are based on the current opinions and expectations of management. All forward-looking information is inherently uncertain and subject to a variety of assumptions, risks and uncertainties, including but not limited to: the Company's ability to obtain necessary regulatory approvals, the speculative nature of mineral exploration and development, fluctuating commodity prices, competitive risks and the availability of financing, as described in more detail in our recent securities filings available at www.sedarplus.ca. Actual events or results may differ materially from those projected in the forward-looking statements and we caution against placing undue reliance thereon. We assume no obligation to revise or update these forward-looking statements except as required by applicable law.

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