

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

ITEM 1. NAME AND ADDRESS OF COMPANY

Atomic Minerals Corporation (the "**Company**")
830-1100 Melville St.
Vancouver, BC V6E 4A6

ITEM 2. DATE OF MATERIAL CHANGE

December 9, 2025

ITEM 3. NEWS RELEASE

A news release was issued on December 9, 2025 and distributed through the facilities of NewsFile Corp.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company closed its previously announced non-brokered private placement under the listed issuer financing exemption under Part 5A of National Instrument 45-106 – *Prospectus Exemptions* of 14,325,634 units of the Company ("**Units**") at a price of \$0.05 per Unit, for gross proceeds of \$716,282 (the "**LIFE Offering**"). The Company also closed its concurrent non-brokered private placement of 29,674,366 Units at a price of \$0.05 per Unit, for gross proceeds of \$1,483,718 (the "**Concurrent Private Placement**").

ITEM 5.1 FULL DESCRIPTION OF MATERIAL CHANGE

The Company closed its previously announced LIFE Offering of 14,325,634 Units at a price of \$0.05 per Unit, for gross proceeds of \$716,282. The Company also closed its Concurrent Private Placement of 29,674,366 Units at a price of \$0.05 per Unit, for gross proceeds of \$1,483,718.

Each Unit consists of one common share in the capital of the Company (a "**Share**") and one-half of one Share purchase warrant (each whole warrant, a "**Warrant**"). Each Warrant entitles the holder to acquire one Share at a price of \$0.10 per Share for a period of 12 months from the date of issuance, provided that the Warrants issued under the LIFE Offering will not be exercisable for a period of 60 days after the date of issue.

The securities offered under the LIFE Offering are not subject to a hold period in accordance with applicable Canadian securities laws. The securities offered under the Concurrent Private Placement are subject to a statutory hold period in Canada ending on the date that is four months plus one day following the closing date of the Concurrent Private Placement.

In connection with the LIFE Offering and the Concurrent Private Placement, the Company paid finder's fees in the total amount of \$97,650 and issued 1,926,000 non-transferable warrants (the "Finder Warrants") in accordance with applicable securities laws and the policies of the TSX Venture Exchange. Each Finder Warrant is exercisable to acquire one Share at a price of \$0.10 for a period of one year from the date of issue.

The Company intends to use the net proceeds of the LIFE Offering and the Concurrent Private Placement to fund exploration activities at its uranium projects located in Saskatchewan and the Colorado Plateau region of the United States and for general administrative expenses.

ITEM 5.2 DISCLOSURE FOR RESTRUCTURING TRANSACTION

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

Contact: Clive H. Massey, President, Chief Executive Officer and Director
Phone: (604) 644-6794

ITEM 9. DATE OF REPORT

December 19, 2025

Cautionary Note Regarding Forward-Looking Information

Certain statements made and information contained herein may constitute "forward-looking information" and "forward-looking statements" within the meaning of applicable Canadian and United States securities legislation. These statements and information are based on facts currently available to the Company and there is no assurance that actual results will meet management's expectations. Forward-looking statements and information may be identified by such terms as "anticipates", "believes", "targets", "estimates", "plans", "expects", "may", "will", "speculates", "could" or "would". These forward-looking statements or information relate to, among other things: the intended use of proceeds from the LIFE Offering and the Concurrent Private Placement.

Such forward-looking information and statements are based on numerous assumptions, including among others, the ability of the Company to utilize the anticipated proceeds of the LIFE Offering and the Concurrent Private Placement as anticipated. Although the assumptions made by the Company in

providing forward-looking information or making forward-looking statements are considered reasonable by management at the time, there can be no assurance that such assumptions will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements.

All of the forward-looking statements made in this document are qualified by these cautionary statements. Important factors that could cause actual results to differ materially from the Company's plans or expectations include risks relating to market conditions, metal prices, and risks relating to the potential inability of the Company to utilize the anticipated proceeds of the LIFE Offering and the Concurrent Private Placement as anticipated. Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated, forecast or intended and readers are cautioned that the foregoing list is not exhaustive of all factors and assumptions which may have been used. Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in forward-looking information. Accordingly, there can be no assurance that forward-looking information will prove to be accurate and forward-looking information is not a guarantee of future performance. Readers are advised not to place undue reliance on forward-looking information. The forward-looking information contained herein speaks only as of the date of this document. The Company disclaims any intention or obligation to update or revise forward-looking information or to explain any material difference between such and subsequent actual events, except as required by applicable law.