

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

Item 1 Name and Address of Company

Futuregen Industries Corp. (the “**Company**”)
Suite 800 - 1199 West Hastings Street
Vancouver, British Columbia V6E 3T5

Item 2 Date of Material Change

February 11, 2026

Item 3 News Release

A news release with respect to the material change referred to in this report was disseminated via Accesswire on February 11, 2026, and subsequently filed on the Company’s SEDAR+ profile.

Item 4 Summary of Material Change

On February 11, 2026, the Company announced that it had closed its previously announced (see news release dated January 22, 2026) non-brokered private placement (the “Private Placement”), issuing 3,571,428 units of the Company (the “Units”) at a price of \$0.14 per Unit, for aggregate gross proceeds of \$500,000. Each Unit consisted of one common share (each a “Share”) and one common share purchase warrant (each whole warrant, a “Warrant”), with each Warrant entitling the holder to purchase one Share at an exercise price of \$0.18 for a period of twenty-four (24) months. The warrant term had been amended from the thirty-six (36) month period previously disclosed in the Company’s January 22, 2026, news release.

Item 5 Full Description of Material Change

See attached news release for full description of Material Change.

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

This report is not being filed on a confidential basis.

Item 7 Omitted Information

No significant facts have been omitted from this report.

Item 8 Executive Officer

Tyler Lewis, Interim CFO
Telephone: 1-833-383-9900

Item 9 Date of Report

February 11, 2026



FutureGen Industries Announces Closing of Private Placement

Not for distribution to United States wire services or for dissemination in the United States

February 11, 2026 – Vancouver, British Columbia – FutureGen Industries Corp. (formerly Right Season Investments Corp.) (TSXV: LITT) (Frankfurt: **T500**, WKN: **A41WY4**) (“**FutureGen Industries**” or the “**Company**”) is pleased to announce that it has closed its previously-announced (see news release dated January 22, 2026) non-brokered private placement (the “**Private Placement**”), issuing 3,571,428 units of the Company (the “**Units**”) at a price of \$0.14 per Unit, for aggregate gross proceeds of \$500,000. Each Unit consists of one common share (each a “**Share**”) and one common share purchase warrant (each whole warrant, a “**Warrant**”), with each Warrant entitling the holder to purchase one Share at an exercise price of \$0.18 for a period of twenty-four (24) months. The warrant term was amended from the thirty-six (36) month period previously disclosed in the Company’s January 22, 2026 news release.

The proceeds from the Private Placement will be used for general corporate and working capital purposes, including in pursuit of the Company’s operational, research and development, and investor relations objectives.

The Company has also issued 35,714 Shares (“**Administrative Shares**”) of the Company to an arm’s-length third party, in consideration for administrative services rendered in connection with the Private Placement.

Pursuant to applicable securities laws, all securities issued in connection with the Private Placement will be subject to a statutory hold period of four months and one day.

The securities described herein have not been and will not be registered under the United States Securities Act of 1933, as amended, or any U.S. state securities laws, and may not be offered or sold in the United States absent registration or available exemptions from such registration requirements. This press release does not constitute an offer to sell or a solicitation of an offer to buy any securities in the United States, or in any jurisdiction in which such offer, solicitation or sale would be unlawful.

About FutureGen Industries Corp.

FutureGen Industries Corp. is a Canadian venture capital, investment and advisory firm that strives to actively drive innovation and accelerate growth for its shareholders. FutureGen invests capital into private and public companies that offer excellent growth opportunities.

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Cautionary and Forward-Looking Statements

Neither the TSX Venture Exchange nor its Regulation 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.

This press release contains forward-looking statements. Forward-looking statements are statements that are not historical facts and are generally, but not always, identified by the words "expects," "plans," "anticipates," "believes," "intends," "estimates," "projects," "potential," and similar expressions, or that events or conditions "will," "would," "may," "could," or "should" occur. Although FutureGen believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results may differ materially from those in forward-looking statements. Forward-looking statements are based on the beliefs, estimates, and opinions of FutureGen' management on the date the statements are made. FutureGen undertakes no obligation to update these forward-looking statements in the event that management's beliefs, estimates, or opinions, or other factors, should change, except as required by law.