MATERIAL CHANGE REPORT
FORM 51-102F3

Item 1. **Name and Address**

Boron One Holdings Inc. (the "**Company**")
203, 645 Fort Street
Victoria, BC
V8W 1G2

Item 2. **Date of Material Change**

August 25, 2025

Item 3. **News Release**

The news release describing the material change was disseminated on August 25, 2025 through Accesswire and filed on SEDAR.

Item 4. **Summary of Material Change**

The Company announced that it has accepted subscriptions for 10,025,000 units at a price of $0.04 per unit, for gross proceeds of $401,000. The Common Shares and Warrants comprising the Units will be subject to a four-month and one day hold period in accordance with the policies of the TSX Venture Exchange and applicable securities legislation.

The Company intends to use net proceeds of the Private Placement for working capital requirements.

The Company paid finder's fees to a qualified finder of $13,000 and issued 325,000 broker warrants.

Item 5. **Full Description of Material Change**

5.1 Full Description of Material Change

The Company announced that it has accepted subscriptions for 10,025,000 units at a price of $0.04 per unit, for gross proceeds of $401,000. Each unit is comprised of one common share and one common share purchase warrant, exercisable for three years from the date of closing, at an exercise price of $0.05 in the first year, and $0.07 in the following two years subject to the Corporation's option to accelerate the expiry date if the stock trades at $0.10 for 10 trading days.

The Common Shares and Warrants comprising the Units will be subject to a four-month and one day hold period in accordance with the policies of the TSX Venture Exchange and applicable securities legislation.

One insider subscribed for a total of 75,000 Units of the Company.

Gwendalyn Fallis subscribed for 75,000 Units, representing 0.74% of the Units issued. Ms. Fallis held 3,436,166 shares and 1,935,000 warrants prior to this placement and acquired 75,000 Units for $3,000. This purchase resulted in Ms. Fallis owing 3,511,166 common shares, being 1.43% of the issued capital of 245,279,706 on a non-diluted basis. Further, this purchase provided her with 75,000 warrants, increasing her warrant holdings to 2,010,000, representing 0.78% of the issued capital on a partially diluted basis.

The Company has relied on the exemptions from the valuation and minority shareholder approval requirements of MI 61-101 contained in sections 5.5(a) and 5.7(a) of MI 61-101 in respect of such insider participation.

The Company intends to use net proceeds of the Private Placement for working capital requirements.

The Company paid finder's fees to a qualified finder of $13,000 and issued 325,000 broker warrants.

The Private Placement is subject to certain conditions including, but not limited to, the receipt of all necessary approvals, including approval from the TSX Venture Exchange.

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

No information has been omitted in respect of this material change.

Item 8. Executive Officer

The following executive officer of the Company is knowledgeable about the material change disclosed in this report and may be contacted as follows:

Tim Daniels, CEO
Telephone: (250) 384-1999

Item 9. Date of Report

August 26, 2025.