FORM 51-102F3
Material Change Report
Section 7.1 of National Instrument 51-102
Continuous Disclosure Obligations

Item 1. Name and Address of Company

Elysee Development Corp.
9th Floor - 1021 West Hastings Street
Vancouver, B.C. V6E 0C3

Item 2. Date of Material Change August 12, 2025

Item 3. News Release

The news release was disseminated on August 12, 2025 through the facilities of Newsfile and was SEDAR filed with the securities commissions of Alberta and British Columbia.

Item 4. Summary of Material Change

On August 12, 2025 Elysee Development Corp. announced its unaudited financial results for the three and six months ended June 30, 2025 ("Q2 2025"). All dollar amounts are in Canadian funds.

Highlights from the Q2 2025 results include:

- Net income of $1,023,604 ($0.04 per share) in Q2 2025 as compared to a loss of $341,799 ($0.01 per share) in Q2 2024;
- Net income of $2,946,468 ($0.10 per share) during the six month period ended June 30,2025 as compared to a loss of a net loss of $63,363 ($0.00 per share) during the same six month period a year earlier.
- Net Asset Value per share increased to $0.53 per share as of June 30, 2025 from $0.42 per share on December 31, 2024; *and*
- Cash on hand as of June 30, 2025 of $2,250,761.

Q2 was another good quarter for Elysee with net investment earnings of $1,195,572 and net income of $1,023,604. The Company realized a gain of $382,503 on its portfolio of marketable securities while unrealized profits were approximately $900,000. The unrealized loss on other investments of $133,321 was mainly due to an adjustment of the value of our investment in U.S. Vanadium LLC, mostly as a result of the decline in the U.S. dollar during the quarter.

During the six months ended June 30, 2025 Elysee's recorded net investment earnings of $3,320,311 with a realized gain on securities of $862,053, interest and dividend income of $107,688, and an unrealized gain on marketable securities of $2,483,146, offset by an unrealized loss on other investments of $133,321 and general and administrative expenses of $373,843 resulting in net income of $2,946,468 for the first six months of 2025 or $0.10 per share.

Item 5. Full Description of Material Change

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Elysee's net asset value ("NAV")* increased to $0.53 per share compared to $0.42 on December 31, 2024.

The increase was due to higher share prices of the companies we invested in.

On June 30, 2025 our cash position was $2.25 million. Our current cash position is approximately $3 million. This is the result of profit taking across the portfolio, with the Company realizing gains by reducing its positions in Almonty Industries Inc., Dundee Precious Metals Inc., Agnico Eagle Mines Ltd., Hudbay Minerals Inc, and others.

On February 23, 2025 Calibre Mining received an initial merger proposal from Equinox Gold. Equinox subsequently increased its bid on April 24 to 0.35 shares of Equinox for every share of Calibre Mining, with shareholders of both companies approving the merger on May 1, 2025. On completion, Equinox Gold became the third largest equity investment of Elysee after US Vanadium and Arizona Sonoran Copper Company.

The most significant investments on June 30, 2025 were U.S. Vanadium LLC (privately held), Arizona Sonoran Copper Company Inc., Equinox Gold Corp., Agnico Eagle Mines Limited, Wesdome Gold Mines Limited and OceanaGold Corporation.

During the three months ended June 30, 2025 the Company purchased 38,500 of its shares at a total cost of $11,805 pursuant to a Normal Course Issuer Bid. There were 28,283,113 shares outstanding at the end of the period.

For more information on these investments and others made during the period, please refer to the MD&A dated August 11, 2025 on SEDAR+ or on our website at www.elyseedevelopment.com.

* NAV is a non-GAAP (generally accepted accounting principles) measure calculated as the value of total assets less the value of total liabilities divided by the total number of common shares outstanding as at a specific date. For the purpose of this calculation, share purchase warrants held by Elysee were valued using the Black-Scholes model calculation, as reported in our annual and quarterly financial statements. The term NAV does not have any standardized meaning according to GAAP and therefore may not be comparable to similar measures presented by other companies. There is no comparable GAAP measure presented in Elysee's financial statements and thus no applicable quantitative reconciliation for such non-GAAP financial measure. The Company believes that NAV can provide information useful to its shareholders in understanding its performance and may assist in the evaluation of its business relative to that of its peers.

The Financial Statements and Management Discussion and Analysis are available for viewing on SEDAR+ and at www.elyseedevelopment.com.

Item 6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102 N/A

Item 7. Omitted Information N/A

Item 8. Executive Officer

Guido Cloetens
Telephone: (778) 373-1562

Item 9. Date of Report August 12, 2025

Caution Regarding Forward-Looking Statements - This news release contains certain forward-looking statements that are subject to a number of risks and uncertainties. Actual results may differ materially from results contemplated by the forward-looking statements. When relying on forward-looking statements to make decisions, investors and others should carefully consider the foregoing factors and other uncertainties and should not place undue reliance on such forward-looking statements. The Company does not undertake to update any forward-looking statements, oral or written, made by itself or on its behalf, except as required by applicable law.