FORM 51-102F3
Material Change Report

ITEM 1. NAME AND ADDRESS OF COMPANY

HAPPY CREEK MINERALS LTD. (the "Company")
Suite 1200, 750 West Pender Street
Vancouver, British Columbia
V6C 2T8

ITEM 2. DATE OF MATERIAL CHANGE

August 28, 2025

ITEM 3. NEWS RELEASE

A press release setting out information relating to the material change described herein was issued by the Company on August 29, 2025 and disseminated through the facilities of TheNewswire and filed on SEDAR+.

ITEM 4. SUMMARY OF MATERIAL CHANGES

The Company announced the appointment of Mr. Grant McAdam as a Director of the Company.

ITEM 5.1 FULL DESCRIPTION OF MATERIAL CHANGE

Please see the attached news release.

ITEM 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 on the basis that it is confidential information.

ITEM 8. EXECUTIVE OFFICER

Contact: Jason Bahnsen, CEO
Email: jbcanada201@gmail.com

ITEM 9. DATE OF REPORT

DATED September 3, 2025

Happy Creek Announces Appointment of Director

Vancouver, British Columbia, August 29, 2025 – HAPPY CREEK MINERALS Ltd (TSX-V: HPY, OTC: HPYCF, FSE: 1HC) ("Happy Creek" or the "Company"), is pleased to announce the appointment of Mr. Grant McAdam as a Director, effective immediately.

Happy Creek, President and CEO, Jason Bahnsen commented "*Mr. McAdam is an investment analyst at Waratah Capital Advisors and brings many years of institutional investment, capital markets and mining experience to the board. With two funds controlled by Waratah owning almost 20% of the Company, we are delighted to welcome Mr. McAdam to the board.*"

Mr. McAdam has been an investment analyst at Waratah Capital Advisors since 2019. He has also served as a director of Grid Metals Corp. since September 2023. Mr. McAdam focuses on metals and mining, as well as real estate, business and information services and special situations. He holds the Certified Financial Analyst designation and has received an Honours Bachelor of Arts degree from the University of Toronto.

On behalf of the Board of Directors,

"Jason Bahnsen"

President and Chief Executive Officer

FOR FURTHER INFORMATION, PLEASE CONTACT:

Jason Bahnsen

Email: info@happycreekminerals.com

About Happy Creek Minerals Ltd.

Happy Creek is focused on making new discoveries and building resources in proximity to infrastructure on the Company's 100-percent-owned portfolio of diversified metals projects in British Columbia.

Projects include the high-grade Fox Tungsten deposit, the Silverboss molybdenum-copper-gold-silver project adjacent to Glencore's closed Boss Mountain molybdenum mine and the Hen-Art-DL gold and silver project.

On November 7, 2024, Happy Creek announced the closing of the sale of the Highland Valley Copper Project to Metal Energy Corp. (TSX:V MERG) (“Metal Energy”). Happy Creek holds 9.9% of Metal Energy issued capital and up to a 2.5% Net Smelter Return royalty on the Highland Valley mineral claims.

Happy Creek is committed to responsible mineral resource development. The Company’s priority is to build and sustain mutually beneficial relationships with Indigenous Communities in the territories in which the Company explores.

Additional information relating to Happy Creek Minerals Ltd. may be obtained or viewed on the SEDAR+ website at www.sedarplus.ca or on the Company’s website at www.happycreekminerals.com.

Forward Looking Statement

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

This press release contains "forward-looking information" within the meaning of applicable securities laws, including statements that address capital costs, recovery, grade, and timing of work or plans at the Company’s mineral projects and statements relating to the use of proceeds and completion of the Offering. Forward-looking information may be, but not always, identified by the use of words such as "seek", "anticipate", “foresee”, "plan", "planned", "continue", "expect", “thought to”, "project", "predict", "potential", "targeting", "intends", "believe", “opportunity”, “further” and others, or which describes a goal or action, event or result such as "may", "should", "could", "would", "might" or "will" be undertaken, occur or achieved. Statements also include those that address future mineral production, reserve potential, potential size or scale of a mineralized zone, potential expansion of mineralization, potential type(s) of mining, potential grades as well as to Happy Creek’s ability to fund ongoing expenditure, or assumptions about future metal or mineral prices, currency exchange rates, metallurgical recoveries and grades, favourable operating conditions, access, political stability, obtaining or renewal of existing or required mineral titles, licenses and permits, labour stability, market conditions, availability of equipment, accuracy of any mineral resources, anticipated costs and expenditures. Assumptions may be based on factors and events that are not within the control of Happy Creek and there is no assurance they will prove to be correct. Such forward-looking information involves known and unknown risks, which may cause the actual results to materially differ, and/or any future results expressed or implied by such forward-looking information. Additional information on risks and uncertainties can be found within Financial Statements and other materials found on the Company’s SEDAR+ profile at www.sedarplus.ca. Although Happy Creek has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking information, there can be no assurance that such information will prove to be accurate as actual results and future events could differ materially from those anticipated in such statements. Happy Creek withholds any obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, unless required by law.