

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

**ITEM 1      Reporting Issuer**

FOX TUNGSTEN LTD. (formerly "Happy Creek Minerals Ltd.") (the "Company")  
Suite 1200 – 750 West Pender Street  
Vancouver, British Columbia  
V6C 2T8

**ITEM 2      Date of Material Change**

April 13, 2026

**ITEM 3      News Release**

A new release setting out information relating to the material change described herein was issued by the Company on April 13, 2026, disseminated through the facilities of The News Wire and filed on Sedar+.

**ITEM 4      Summary of Material Change**

The Company announced that, following the resignation of Grant McAdam as a director on March 24, 2026, investment funds managed by Waratah Capital Advisors Ltd. exercised their nomination right and Mark Wellings was appointed to the board of directors effective April 13, 2026. The Company also appointed Greg Huffman as a director effective April 13, 2026. In addition, the Company granted stock options to certain directors, officers and consultants to acquire up to 1,000,000 common shares.

**ITEM 5      Full Description of Material Change**

See the news release attached.

**ITEM 6      Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102**

Not Applicable

**ITEM 7      Omitted Information**

Not Applicable

**ITEM 8      Executive Officer**

Stephen Gray, President and CEO  
Tel: (416) 898-7247

**ITEM 9      Date of Report**

April 13, 2026



# FOX TUNGSTEN

## **Fox Tungsten Announces Appointment of Mark Wellings and Greg Huffman to the Board of Directors and Grants Incentive Stock Options**

Vancouver, British Columbia – April 13, 2026, - Fox Tungsten Ltd. (TSXV: FOXT) (“**Fox Tungsten**” or the “**Company**”) announces that following the resignation of Grant McAdam from the Company’s Board of Directors on March 24, 2026, investment funds managed by Waratah Capital Advisors Ltd. (“Waratah”) have exercised their right to nominate a replacement director. Waratah has nominated Mark Wellings as its representative on the Board, and Mr. Wellings has been appointed as a director of the Company, effective April 13, 2026.

Mr. Wellings is a finance professional with over 30 years of international experience in both the mining industry and mining finance sector. Until its recent acquisition by Altius Minerals Corporation, Mr. Wellings was Vice Chair and the Executive Vice President, Technical at Lithium Royalty Corp. Mr. Wellings is a Professional Engineer and holds a Bachelor of Applied Science in Geological Engineering from the University of Windsor and a Master of Business Administration from the University of Western Ontario.

The Company is also pleased to announce the appointment of Greg Huffman as a director of the Company, effective April 13, 2026.

Mr. Huffman has over 20 years of capital market experience in the mining sector, spanning positions in institutional mining equity sales, fund management, and mining equity research. He is currently Senior Vice President, Capital Markets at Magna Mining Inc. Mr. Huffman holds a B.Sc. in Earth Sciences (Geology) from the Harquail School of Earth Sciences at Laurentian University in Sudbury, Ontario.

The Company has granted stock options to certain of its directors, officers and consultants to purchase up to 1,000,000 common shares. Each option is exercisable to acquire one common share of Fox Tungsten at a price of \$0.20 until April 13, 2031. The options will vest in accordance with the Company’s equity incentive plan and are subject to TSX Venture Exchange acceptance.

On behalf of the Board of Directors,

*“Stephen Gray”*

President and Chief Executive Officer

### **FOR FURTHER INFORMATION, PLEASE CONTACT:**

Stephen Gray

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Phone: 416-898-7247

## **About Fox Tungsten Ltd.**

Fox Tungsten 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 adjacent Hen-Art-DL gold and silver project.

On November 7, 2024, Fox Tungsten announced the closing of the sale of the Highland Valley Copper Project to Metal Energy Corp. (TSX:V MERG) ("Metal Energy"). Fox Tungsten holds 2,347,220 common shares of Metal Energy.

Fox Tungsten 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 Fox Tungsten Ltd. may be obtained or viewed on the SEDAR+ website at [www.sedarplus.ca](http://www.sedarplus.ca) or on the Company's website at [www.foxtungsten.com](http://www.foxtungsten.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. 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 Fox Tungsten'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 Fox Tungsten 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, Prospectus and other materials found on the Company's SEDAR profile at [www.sedarplus.ca](http://www.sedarplus.ca). Although Fox Tungsten 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. Fox Tungsten 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.*