FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

AlphaGen Intelligence Corp. (the "**Company**")
1930 - 1177 West Hastings Street
Vancouver, BC, V6E 4T5

Item 2 Date of Material Change

July 10, 2025

Item 3 News Release

The Company disseminated a news release announcing the material change described herein through the news dissemination services of Globe Newswire on July 10, 2025, and a copy was subsequently filed on SEDAR+.

Item 4 Summary of Material Change

The Company announced that it has issued 2,251,326 common shares in the capital of the Company (each, a "**Share**"), at a deemed price of $0.1463 per Share in settlement of outstanding debts owed to certain creditors of the Company, including Eli Dusenbury (a director and the CFO of the Company) in the amount of $329,369.58 (the "**Debt Settlement**").

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announced, further to its news release dated July 3, 2025, that it has issued 2,251,326 Shares, at a deemed price of $0.1463 per Share in settlement of outstanding debts owed to certain creditors of the Company, including Eli Dusenbury (a director and the CFO of the Company) in the amount of $329,369.58.

The Shares issued pursuant to the Debt Settlement are subject to a statutory hold period expiring November 11, 2025, being the date that is four months and one day from the date of issuance in accordance with applicable securities laws.

Mr. Dusenbury's participated in the Debt Settlement by receiving 147,641 Shares to settle $21,600 in outstanding debt. The participation of Mr. Dusenbury constitutes a "related party transaction" as defined under Multilateral Instrument 61-101 – *Protection of Minority Securityholders in Special Transactions* ("**MI 61-101**"). The Company is relying on the exemptions from the formal valuation and minority approval requirements found in sections 5.5(a) and 5.7(1)(a) of MI 61-101, as the fair market value of the transaction (as it relates to Mr. Dusenbury) is not more than 25% of the Company's market capitalization.

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

Not applicable.

Item 8 Executive Officer

For further information, please contact Eli Dusenbury, Chief Financial Officer and Director of the Company, at 604-359-1256 or via email to info@alphagen.co.

Item 9 Date of Report

July 22, 2025