

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

1. Name and Address of Company

Sage Potash Corp. (the “**Company**”)
Waterfront Center Suite 1680
200 Burrard Street
Vancouver, BC V6C 3L6

2. Date of Material Change

June 9, 2025

3. News Release

The news release of June 9, 2025 was disseminated through Newsfile Corp. and filed on SEDAR+.

4. Summary of Material Change

On June 9, 2025, the Company announced that due to continued and significant investor interest, it had further upsized its previously announced non-brokered private placement (the “**Offering**”) from \$5 million to \$6 million.

The Offering will now consist of up to 24 million units of the Company. The terms of the securities being offered pursuant to the Offering remain unchanged as previously disclosed.

5. Full Description of Material Change

5.1 Full Description of Material Change

Please see attached the Company’s news release of June 9, 2025 for details.

5.2 Disclosure for Restructuring Transactions

Not applicable.

6. Reliance on Subsection 7.1(2) of Regulation 51-102

Not applicable.

7. Omitted Information

Not applicable.

8. Executive Officer

Contact: Peter Hogendoorn, Chief Executive Officer
Telephone: (604) 764-2158

9. Date of Report

June 18, 2025

FOR IMMEDIATE RELEASE

SAGE POTASH ANNOUNCES SECOND FINANCING UPSIZE TO TARGETED \$6 MILLION

VANCOUVER, BC, June 9, 2025 /Newsfile Corp./ – **Sage Potash Corp.** (TSXV: SAGE) (OTC: SGPTF) (“**Sage Potash**” or the “**Company**”) is pleased to announce that, due to continued and significant investor interest, it has further upsized its previously announced non-brokered private placement (the “**Offering**”) from \$5 million to \$6 million.

The Offering will now consist of up to 24 million units of the Company (the “**Units**”) at a price of \$0.25 per Unit, with each Unit consisting of one Common Share and one-half of one non-transferable Common Share purchase warrant (each whole warrant, a “**Warrant**”). Each Warrant will be exercisable to purchase one Common Share at a price of \$0.35 for a period of two (2) years from the date of closing of the Offering.

Net proceeds from the Offering will be allocated toward the continued development of the Sage Plain project, strategic exploration activities and infrastructure planning, and general working capital requirements. The Company may pay finders’ fees in cash and/or securities of the Company in connection with the Offering. All securities issued under the Offering will be subject to a hold period of four months and one day from the date of issuance under applicable securities laws.

Certain directors and officers of the Company may acquire securities under the Offering. Any such participation will be considered to be a “related party transaction” as defined under Multilateral Instrument 61-101 (“**MI 61-101**”). The Company expects that the Offering will be exempt from the formal valuation and minority shareholder approval requirements of MI 61-101 as the Company is listed on the TSX Venture Exchange and neither the expected fair market value of securities being issued to related parties nor the consideration being paid by related parties would exceed 25% of the Company’s market capitalization.

Closing of the Offering is subject to TSX Venture Exchange acceptance.

Peter Hogendoorn, CEO of Sage Potash, commented: *“The second upsizing of this financing round is a clear indication of the market’s understanding of Sage Potash’s long-term vision. Our strategic location and sustainable approach to developing domestic production of potash, a critical mineral recently announced by the Trump administration, have clearly resonated with investors.”*

About Sage Potash Corp.

Sage Potash is a Canadian company vested solely in the Sage Plain Property and intends through sustainable solution mining techniques to become a prominent domestic potash producer within the Paradox Basin situated in Utah. For further information, please refer to the

Company's disclosure record on SEDAR+ (www.sedarplus.ca) or contact the Company by email at info@sagepotash.com.

On Behalf of the Board of Directors,

Peter Hogendoorn
CEO & Executive Chairman
+1(604) 764-2158

Website: www.sagepotash.com

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.

Cautionary Note Regarding Forward-Looking Statements

This news release contains "forward-looking information" and "forward-looking statements" within the meaning of applicable securities legislation. The forward-looking statements herein are made as of the date of this news release only, and the Company does not assume any obligation to update or revise them to reflect new information, estimates or opinions, future events or results or otherwise, except as required by applicable law. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budgets", "scheduled", "estimates", "forecasts", "predicts", "projects", "intends", "targets", "aims", "anticipates" or "believes" or variations (including negative variations) of such words and phrases or may be identified by statements to the effect that certain actions "may", "could", "should", "would", "might" or "will" be taken, occur or be achieved. Forward-looking information in this news release includes, but is not limited to, statements with respect to future events or future performance of Sage Potash and with respect to the Offering, including the use of proceeds thereof and the proposed issuance of securities. Forward-looking statements and information are subject to various known and unknown risks and uncertainties, many of which are beyond the ability of the Company to control or predict, that may cause the Company's actual results, performance or achievements to be materially different from those expressed or implied thereby, and are developed based on assumptions about such risks, uncertainties and other factors set out herein, including, but not limited to, the risk factors set out under the heading "Risk Factors and Uncertainties" in the Company's Management's Discussion & Analysis available for review under the Company's profile at www.sedarplus.ca. Such forward-looking information represents management's best judgement based on information currently available. No forward-looking statement can be guaranteed and actual future results may vary materially. Accordingly, readers are advised not to place undue reliance on forward-looking statements or information.

For media inquiries, please contact: Marcus van der Made, Investor Relations of Sage Potash Corp. - marcus@sagepotash.com.