FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Sharp Therapeutics Corp. ("**Sharp**" or the "**Company**")
2403 Sidney St., Suite 264
Pittsburgh, Pennsylvania 15203
USA

Item 2 Date of Material Change

April 10, 2026

Item 3 News Release

A news release in respect of the material change referred to in this report was issued by the Company through Newsfile and filed on the System for Electronic Document Analysis and Retrieval Plus (SEDAR+) on April 10, 2026.

Item 4 Summary of Material Change

On April 10, 2026, the Company closed the fourth tranche (the "**Fourth Tranche**") of its previously announced non-brokered private placement for unsecured convertible notes of the Company (collectively, the "**Notes**"), in the principal amount of US$1,000 per Note for aggregate gross proceeds of US$200,000 (the "**Note Offering**").

Item 5 Full Description of Material Change

On April 10, 2026, the Company announced that it had closed the Fourth Tranche of the Note Offering.

Pursuant to completing the Fourth Tranche, the Company issued a total of 200 Notes for aggregate gross proceeds to the Company of US$200,000. The net proceeds of the Note Offering will be used for general working capital purposes.

Each Note shall be convertible at the option of the holder into common shares in the capital of the Company (each, a "**Conversion Share**") at a conversion price of US$2.00 per Conversion Share, at any time prior to the date that is twelve (12) months following the closing date (the "**Maturity Date**").

Each Note shall bear interest at a rate of six percent (6.0%) per annum, calculated as simple interest accrued monthly in arrears. Interest on the principal amount outstanding under each Note shall accrue during the period commencing on the closing date and shall be payable by the Company in cash on the Maturity Date.

STX Partners, LLC ("**STX**") participated in the Fourth Tranche and is an insider of the Company. STX subscribed for a total of 200 Notes, for a total purchase price of $200,000.

Item 6 Reliance of subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Scott Sneddon
Chief Executive Officer
Sharp Therapeutics Corp.
(412) 206-5303

Item 9 Date of Report

April 13, 2026