

**FORM 51-102F3
Material Change Report**

Item 1. Name and Address of Company

*Carlyle Commodities Corp. (the “Company”)
1540 – 1075 West Georgia Street
Vancouver, BC V6E 3C9*

Item 2. Date of Material Change

April 4, 2024

Item 3. News Release

The news release was issued on April 4, 2024 through Newsfile Corp.

Item 4. Summary of Material Change

The Company announced it has approved the issuance of 1,000,000 stock options to certain consultants of the Company for the purchase of up to 1,000,000 common shares in the capital of the Company pursuant to the Company’s Stock Option Plan.

Item 5.1 Full Description of Material Change

See Schedule “A” attached hereto.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable.

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

This Report is not being filed on a confidential basis.

Item 7. Omitted Information

None.

Item 8. Executive Officer

Morgan Good, Chief Executive Officer, 604-715-4751

Item 9. Date of Report

April 9, 2024

SCHEDULE "A"

**CARLYLE**
COMMODITIES

1540 – 1075 West Georgia Street, Vancouver, BC V6E 3C9

News Release

CARLYLE ANNOUNCES STOCK OPTION GRANT

April 4, 2024

CSE:CCC | FSE:BJ4 | OTC:CCCFF

CARLYLE COMMODITIES CORP. (CSE:CCC, FSE:BJ4, OTC:CCCFF) ("**Carlyle**" or the "**Company**") is pleased to announce it has approved the issuance of 1,000,000 stock options to certain consultants of the Company for the purchase of up to 1,000,000 common shares in the capital of the Company pursuant to the Company's Stock Option Plan. Each option vested immediately and is exercisable for a period of five (5) years at an exercise price of \$0.055 per share.

About Carlyle

Carlyle is a mineral exploration company focused on the acquisition, exploration, and development of mineral resource properties. Carlyle owns 100% of the Newton Project in the Clinton Mining Division of B.C. and is listed on the CSE under the symbol "CCC".

ON BEHALF OF THE BOARD OF DIRECTORS OF

CARLYLE COMMODITIES CORP.

"Morgan Good"

Morgan Good
President and Chief Executive Officer

For more information regarding this news release, please contact:

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