

MATERIAL CHANGE REPORT
Form 51-102F3

Item 1: Name and address of Issuer

EXPLORATION DIOS INC.
CP 114, Succ. NDG
Montreal, Quebec H4A 3P4

Item 2: Date of Material Change

May 27, 2025

Item 3: News Release

Press release was issued May 30, 2025.

Item 4: Summary of Material Change

Dios Exploration Inc. has completed a non-brokered private placement in the amount of \$ 153,000 pursuant to which 5,100,000 flow-through shares were issued at 3 cents per share pursuant to that first closing.

Item 5: Full description of Material Change

Dios Exploration completed a first closing of \$ 153,000 for 5,100,000 shares (flow-through) at 3 cents per share. The gross proceeds will be used to incur eligible Canadian exploration expenses on Dios' Au33 (HEBERTO GOLD discovery). A director of Dios subscribed for 1,200,000 shares for \$36,000, which constitutes a related party transaction within the meaning of Regulation 61-101 respecting Protection of Minority Security Holders in Special Transactions and TSX-V Policy 5.9 -- Protection of Minority Security Holders in Special Transactions. However, the directors of Dios who voted in favour of the offering have determined that the exemptions from formal valuation and minority approval requirements provided for respectively under subsections 5.5(a) and 5.7(1)(a) of Regulation 61-101 can be relied on as neither the fair market value of the shares issued to this insider, nor the fair market value of the consideration paid exceeded 25 per cent of the corporation's market capitalization. Shares issued are subject to a hold period of four months under applicable Canadian laws. The offering is subject to final approval of TSX Venture Exchange:

Table presents effect of Offering on ownership percentage of outstanding and issued shares for the insider who subscribed in the Offering

Name of insider	% Ownership before closing of offering*	Shares subscribed under offering	% Ownership after closing of offering*
Marie-José Girard	7.36% of outstanding & issued sh.	1,200,000 shares	7.99% of outstanding & issued sh. • On an undiluted basis

Item 6: Reliance on subsection 7.1 (2) of Regulation 51-102

N/A

Item 7: Omitted Information

N/A

Item 8: Executive Officer

Marie-Josée Girard, Chief Executive Officer
Tel.: (514) 923-9123

Item 9: Date of Report

June 9, 2025