FORM 10

NOTICE OF PROPOSED SIGNIFICANT TRANSACTION

Name of Listed Issuer: **Eureka Metals Corp.** (the "Issuer").

Trading Symbol: **ERKA**

Issued and Outstanding Securities of the Issuer Prior to Transaction: **46,938,374**

Date of News Release Fully Disclosing the Transaction: **July 13, 2026**

1. Transaction

1. Provide details of the transaction including the date, description and location of assets, if applicable, parties to and type of agreement (eg: sale, option, license, contract for Investor Relations Activities etc.) and relationship to the Issuer. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material: **The Issuer engaged MCS Market Communication Services GmbH ("MCS") to provide marketing services for up to an additional three-month term or until budget exhaustion, commencing July 8, 2026, and that that the term of the marketing**

2. **services may be extended or shortened at the discretion of management.**

On July 8, 2026, the Issuer announced the renewal of its digital marketing agreement with MCS effective July 8, 2026 with MCS whereby MCS will provide a comprehensive suite of digital marketing services including, among other things: the development and management of digital campaigns, the creation of text materials; detailed keyword research and campaign optimization; creation of customized landing pages and coordination with online marketers; and placements across various online channels to improve reach and visibility. MCS will execute these services through online platforms using demographic, geographic, keyword, and interest-based targeting to reach relevant investor audiences.

MCS and the Company are unrelated and unaffiliated entities and, at the effective date of the Agreement, neither MCS nor its principals have an interest, directly or indirectly, in the securities of the Company.

3. Provide the following information in relation to the total consideration for the transaction (including details of all cash, non-convertible debt securities or other consideration) and any required work commitments:

(a) Total aggregate consideration in Canadian dollars: **€250,000**

(b) Cash: **€250,000**

(c) Other:

(d) Work commitments:

4. State how the purchase or sale price and the terms of any agreement were determined (e.g. arm's-length negotiation, independent committee of the Board, third party valuation etc).

<u>The consideration was determined via arm's length negotiation between the Issuer and MCS.</u>

5. Provide details of any appraisal or valuation of the subject of the transaction known to management of the Issuer:

<u>N/A</u>

6. If the transaction is an acquisition, details of the steps taken by the Issuer to ensure that the vendor has good title to the assets being acquired:

<u>N/A</u>

7. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the transaction (including warrants, options, etc.): **<u>N/A</u>**

(a) Details of any dealer, agent, broker or other person receiving compensation in connection with the transaction (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer): _________________ ____.

(b) Cash ____.

(c) Other ____.

8. State whether the vendor, sales agent, broker or other person receiving compensation in connection with the transaction is a Related Person or has any other relationship with the Issuer and provide details of the relationship. **<u>N/A</u>**

9. If applicable, indicate whether the transaction is the acquisition of an interest in property contiguous to or otherwise related to any other asset acquired in the last 12 months. **<u>N/A</u>**

2. Development

Provide details of the development. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material: **<u>N/A</u>**

3. Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance.

2. To the knowledge of the Issuer, at the time an agreement in principle was reached, no party to the transaction had knowledge of any undisclosed material information relating to the Issuer, other than in relation to the transaction.

3. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.

4. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).

5. All of the information in this Form 10 Notice of Proposed Significant Transaction is true.

Dated **July 13, 2026.**

Daniel Matthews
Name of Director or Senior Officer

/s/ Daniel Matthews
Signature

Chief Executive Officer
Official Capacity