

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

Item 1. Name and Address of Company

One World Lithium Inc. (formally One World Minerals Inc.) (the “Company”)
Suite 618-800 West Pender Street
Vancouver, BC V6E 2V6

Item 2. Date of Material Change(s)

December 23, 2019

Item 3. News Release

The Company’s news release dated December 23, 2019 was disseminated in Canada only by TheNewswire at 3:55 pm PDT on December 23, 2019.

Item 4. Summary of Material Change

On December 23, 2019 the Company announced a non-brokered private placement of up to 15,000,000 units (each, a “Unit”) at a price of \$0.10 per Unit for gross proceeds of up to \$1,500,000 that may close in one or more tranches. Each Unit will consist of one common share in the capital of the Company and one non-transferable Common Share purchase warrant. Each warrant will entitle the holder thereof to acquire one Common Share, at a price of \$0.10 per Common Share for a period of 24 months from the closing date of each respective tranche in the Offering. All Securities are subject to a four month and one day hold period from the respective closing dates and eligible finders may be paid in connection with the Offering.

The Company also announced that on December 23, 2019, it closed a first tranche of its Offering whereby the Company issued 4,292,000 Units for gross proceeds of \$429,200 at a price of \$0.10 per Unit. The net proceeds are intended to be used primarily for funding the Salar Del Diablo exploration programs as well as for corporate purposes and working capital.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

See attached News Release.

5.2 Disclosure for Restructuring Transactions

Not Applicable.

Item 6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not Applicable.

Item 7. Omitted Information

Not Applicable.

Item 8. Executive Officer

Douglas Fulcher CEO 604.803.5901.

Item 9. Date of Report

This report is dated December 23, 2019.

NOT FOR DISTRIBUTION TO UNITED STATES NEWSWIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES

**ONE WORLD LITHIUM ANNOUNCES NON-BROKERED PRIVATE PLACEMENT
AND CLOSING OF \$429,200 FIRST TRANCHE**

Vancouver, BC – December 23, 2019 – One World Lithium Inc. (CSE-OWLI) (OTCQB-OWRDF) (“**OWL**”) (the “**Company**”) announces a non-brokered private placement of up to 15,000,000 units (each, a “**Unit**”) at a price of \$0.10 per Unit for gross proceeds of up to \$1,500,000 (the “**Offering**”) that may close in one or more tranches. Each Unit will consist of one common share in the capital of the Company (a “**Common Share**”) and one non-transferable Common Share purchase warrant (a “**Warrant**”) (collectively the “**Securities**”). Each warrant will entitle the holder thereof to acquire one Common Share, at a price of \$0.10 per Common Share for a period of 24 months from the closing date of each respective tranche in the Offering. All Securities are subject to a four month and one day hold period from the respective closing dates and eligible finders may be paid in connection with the Offering.

The Company also announces that on December 23, 2019, it closed a first tranche of its Offering whereby the Company issued 4,292,000 Units for gross proceeds of \$429,200 at a price of \$0.10 per Unit. The net proceeds are intended to be used primarily for funding the Salar Del Diablo exploration programs as well as for corporate purposes and working capital.

There is no minimum number of Units or minimum aggregate proceeds required to close the Offering and the Company may, at its discretion, elect to close the Offering in one or more tranches. Management anticipates that the Company will allocate the balance of any net proceeds of the Offering as follows: Salar del Diablo Lithium Property drilling program \$600,000; Salar del Diablo Lithium Property southern region drilling program \$400,000; borehole testing \$150,000; and \$350,000 for working capital.

The closing of subsequent tranches of the Offering may be completed pursuant to Multilateral CSA Notice 45-313 – Prospectus Exemption for Distributions to Existing Security Holders (“**CSA 45-313**”) and the corresponding blanket orders and rules implementing CSA 45-313 in the participating jurisdictions in respect thereof (collectively with CSA 45-313, the “**Existing Security Holder Exemption**”). As at the date hereof, the Existing Security Holder Exemption is available in each of the provinces of Canada, with the exception of Newfoundland and Labrador.

Subject to applicable securities laws, the Company will permit each person or company who, as of December 20, 2019 (being the record date set by the Company pursuant to CSA 45-313), who holds common shares as of that date to subscribe for the Units that will be distributed pursuant to the Offering, provided that the Existing Security Holder Exemption is available to such person or company. Qualifying shareholders who wish to participate in the Offering should contact the Company at the contact information set forth below. In the event that aggregate subscriptions for Units under the Offering exceed the maximum number of securities to be distributed, then Units will be sold to qualifying subscribers on a pro rata basis based on the number of Units subscribed for. Insiders may participate in the Offering.

In addition to the Existing Security Holder Exemption, a portion or all the Offering may be completed pursuant to Multilateral CSA Notice 45-318 – Prospectus Exemption for Certain Distributions through an Investment Dealer (“**CSA 45-318**”) and the corresponding blanket orders and rule implementing CSA 45-318 in the participating jurisdictions in respect thereof (collectively with CSA 45-318, the “**Investment Dealer**

Exemption”). As at the date hereof, the Investment Dealer Exemption is available in each of Alberta, British Columbia, Saskatchewan, Manitoba and New Brunswick. Pursuant to CSA 45-318, each subscriber relying on the Investment Dealer Exemption must obtain advice regarding the suitability of the investment from a registered investment dealer.

There is no material fact or material change of the Company that has not been disclosed.

In addition to conducting the Offering pursuant to the Existing Security Holder Exemption and the Investment Dealer Exemption, the Offering will also be conducted pursuant to other available prospectus exemptions.

None of the securities issued in connection with the Offering will be registered under the United States Securities Act of 1933, as amended (the “**1933 Act**”), and none of them may be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the 1933 Act. This news release shall not constitute an offer to sell or a solicitation of an offer to buy nor shall there be any sale of the securities in any state where such offer, solicitation, or sale would be unlawful.

About One World Lithium Inc.

One World Lithium Inc. is an exploration company focused on lithium in brine projects. It currently has earned a 60% property interest with an option to acquire a further 30% property interest for a total of a 90% property interest in the 103,430 hectare (399 square mile) Salar del Diablo lithium brine project located in the State of Baja California, Mexico. One World Lithium is an exploration and development Company. The Company has an option to acquire a 90% interest in the 75,400 hectare Salar del Diablo Property.

On behalf of the Board of Directors of One World Lithium Inc.,

“Douglas Fulcher”

Douglas Fulcher, CEO and President

For further information please visit www.oneworldlithium.com or email info@oneworldlithium.com or call 1-888-280-8128.

Forward-Looking Information: This press release may include forward looking information within the meaning of Canadian securities legislation. Forward looking information is based on certain key expectations and assumptions made by the management of the OWL, including the ability to close subsequent tranches of the Offering and the intended use of proceeds thereof. Although OWL believes that the expectations and assumptions on which such forward looking information is based are reasonable, undue reliance should not be placed on the forward-looking information because OWL can give no assurance that they will prove to be correct. Forward looking statements contained in this press release are made as of the date of this press release. OWL disclaims any intent or obligation to update publically any forward-looking information, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from the those anticipated in such statements, important factors that could cause actual results to differ materially from the company’s expectations include: (I) inability of OWL to execute its business plan and raise the required financing (II) accuracy of mineral or resource exploration activity (III) continued access to mineral property and (IV) risks and market fluctuations common to the mining industry and lithium sector in particular. The reader is cautioned that assumptions used in the preparation of any forward-looking information may prove to be incorrect. Events or circumstances may cause actual results to differ materially from those predicted, as a result of numerous known and unknown risks, uncertainties, and other factors, some of which are beyond the control of the OWL. The reader is cautioned not to place undue reliance on any forward-looking information contained in this press release.

Neither the Canadian Securities Exchange nor its Market Regulator (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release.
