

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

**Item 1. Name and Address of Company**

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

**Item 2. Date of Material Change(s)**

April 23, 2019

**Item 3. News Release**

The Company’s news release dated April 23, 2020 was disseminated by TheNewswire at 11:00 am PDT on April 23, 2020.

**Item 4. Summary of Material Change**

On April 23, 2020 the Company announced as a result of the impact caused by COVID-19 on the preparation of the Company’s year end annual financial statements, the Company intends to rely on the British Columbia Securities Commission temporary blanket relief BC Instrument 51-515 which provides a 45-day extension from filing the Company’s annual financial statements and accompanying management’s discussion & analysis, and related CEO and CFO certifications for the year ended December 31, 2019, which the Company estimates will now be filed on or prior to June 14, 2020.

The Company also announced a non-brokered private placement up to 20,000,000 units at a price of \$0.05 per unit for gross proceeds of up to \$1,000,000. All funds are stated in Canadian dollars. Each Unit will consist of one common share of the Company and one non-transferable Common Share purchase warrant. Each warrant will entitle the holder thereof to purchase one Common Share at a price of \$0.10 for a period of 36 months from the closing of the offering. All Securities are subject to a four month and one day hold period from the respective closing dates.

**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 April 24, 2020

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

**ONE WORLD LITHIUM INC. ANNOUNCES UPDATE FOR ANNUAL FILINGS, A PRIVATE PLACEMENT,  
REENGAGEMENT OF INVESTOR RELATIONS FIRM AND GRANTING STOCK OPTIONS**

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**VANCOUVER, BC – April 23, 2020 - One World Lithium Inc. ( OTCQB -OWRDF) ( CSE-OWLI) (the “Company” (“OWL”))** is providing an update on the status of the filing of its annual financial statements and accompanying management’s discussion and analysis. As a result of the COVID-19 pandemic the British Securities Commission has granted temporary blanket relief for market participants from certain regulatory filings pursuant to BC Instrument 51-515 *Temporary Exemption from Certain Corporate Finance Requirements*. The blanket relief provides a 45-day extension for periodic filings normally required to be made by issuers.

As a result of the impact caused by COVID-19 on the preparation of the Company’s year end annual financial statements, the Company advises it intends to rely on this relief with respect to the filing of the Company’s annual financial statements and accompanying management’s discussion & analysis, and related CEO and CFO certifications for the year ended December 31, 2019, which the Company estimates will now be filed on or prior to June 14, 2020.

The Company’s management and other insiders are subject to a trading black-out policy that reflects the principles in section 9 of National Policy 11-207 *Failure to-File Cease Trade Orders and Revocations in Multiple Jurisdictions*.

The Company confirms that since the filing of its interim consolidated financial statements for the three months ended September 30, 2019, there have been no material business developments other than those previously disclosed through news releases and those described herein.

**Private Placement**

The Company also announces a non-brokered private placement up to 20,000,000 units (the “Units”) at a price of \$0.05 per Unit for gross proceeds of up to \$1,000,000 (the “Offering”). 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 36 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 finder fee may be paid in connection with the Offering. All funds are stated in Canadian dollars.

There are 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 closings. Management anticipates that the Company will allocate the net proceeds of the Offering as follows: Salar del Diablo Lithium Property drilling program \$700,000 and the balance for working capital.

The Company may pay a finder’s fee on the Offering. Closing of the Offering is subject to a number of conditions, including receipt of all necessary corporate and regulatory approvals. All securities issued in connection with the Offering will be subject to a statutory hold period of four months plus a day from each closing of the Offering in accordance with applicable securities legislation.

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 April 22, 2020 (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 of 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.

#### **Investor Relations and Stock Option Grants**

The Company also announces it has renewed Kaye Wynn Consulting Inc. (“Kaye Wynn”) Investor Relations agreement for another 12 months. Under the terms of the agreement, Kaye Wynn will be paid \$4,000 per month and has been granted an option to purchase up to 400,000 common shares of the Company at an exercise price of \$0.10 per common share. The stock options are exercisable on or before April 21, 2022 and are fully vested. The Company has also granted incentive stock options to three consultants of the Company to purchase up to 1,100,000 common shares of the Company at a price of \$0.10 per common share. Five

hundred thousand (500,000) stock options have been granted to one of the consultants and three hundred thousand (300,000) each have been granted to the other two consultants. The stock options are exercisable on or before April 21, 2022 and are fully vested.

#### **About One World Lithium**

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 (the “**Property**”) located in the State of California Baja, Mexico.

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

*“Douglas Fulcher”*

President and Chief Executive Officer

For further information please visit [www.oneworldlithium.com](http://www.oneworldlithium.com) or email [info@oneworldlithium.com](mailto:info@oneworldlithium.com) or call [1-888-280-8128](tel: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 intention of OWL to proceed with the advancement of the Property. 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.*