

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of the Company

Battery X Metals Inc. (the “**Company**”)
Suite 1500 – 701 West Georgia Street
Vancouver, BC V7Y 1C6

Item 2 Date of Material Change

January 22, 2025

Item 3 News Release

The news release dated January 24, 2025 was disseminated via Accesswire.

Item 4 Summary of Material Change

The Company announced the acceleration of the expiry date of its outstanding common share purchase warrants issued on January 24, 2024, February 9, 2024, July 29, 2024, and September 3, 2024 (the “**Repriced Warrants**”).

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announced the acceleration of the expiry date of its Repriced Warrants.

On January 22, 2025, the price of the Company’s common shares on the Canadian Securities Exchange (the “**CSE**”) closed at \$0.37, after closing at or above \$0.31 for a period of 10 consecutive trading days (the “**Trading Period**”). In accordance with the certificates representing the Repriced Warrants and the policies of the CSE, this triggers the Company’s obligation to accelerate the expiry date of the Repriced Warrants held by shareholders who participated in the private placements detailed in the Company’s news releases dated January 23, 2024, February 8, 2024, July 29, 2024 and September 3, 2024. For more information on the Repriced Warrants, please see the Company’s news release dated January 7, 2025.

Following the exercise of 180,000 Repriced Warrants on January 23, 2025, 3,374,993 Repriced Warrants remain outstanding as of January 24, 2025.

The exercise period of the Repriced Warrants has been accelerated to 30 days, and commences 10 days from the Trading Period. Accordingly, the new expiry date of the Repriced Warrants is March 2, 2025. Any Repriced Warrants that are unexercised will expire and be cancelled after 5:00 p.m. (Vancouver time) on March 2, 2025.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

Dallas Petty, Chief Financial Officer
Telephone: (604) 989-6275

Item 9 Date of Report

January 27, 2025