

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

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

Discovery Lithium Inc. (“**Discovery**” or the “**Company**”)  
Suite 1450, 789 West Pender Street  
Vancouver, BC V6C 2T7

**Item 2: Date of Material Change**

June 6, 2024

**Item 3: News Release**

A news release dated June 6, 2024 was disseminated via Accesswire and subsequently filed on SEDAR+.

**Item 4: Summary of Material Change**

The Company announced it has entered into an Earn-In Option Agreement (“the **Agreement**”) with Apex Critical Metals Corp. (“**Apex**”) and DG Resource Management Ltd. (“**DGRM**”) (collectively, the “**Optionors**”) to acquire an 80% interest on the West James Bay property portfolio (the “**Acquisition**”). The portfolio includes the Mantle, Cirrus East, Cirrus West, Neptune, Alto, Opus and Bruce Lake projects located within the James Bay Region (collectively, the “**Properties**”). DGRM is a private, Edmonton based, specialty metals exploration company that has notably generated several significant discoveries, including Patriot Battery Metals Corvette QC, Hidden Lake, NWT and Pontax QC project(s).

**Item 5 Full Description of Material Change**

The Company announced it has entered into the Agreement for the Acquisition.

Upon and subject to the terms of this Agreement, the Optionors will grant the Company the sole and exclusive right and option to acquire, as to 40% from DGRM and as to 40% from Apex, an undivided 80% interest in the Properties. To maintain the Option in good standing, the Company is required to issue within 5 days of signing the Agreement 5,000,000 shares (the “**Shares**”) and incur a minimum expenditure of \$1,000,000 on or before the date that is six (6) months from the effective date of the Agreement. In connection with the acquisition, the Company granted a 2.0% gross overriding royalty in favour of the Optionors.

The Shares have been issued to the Optionors pursuant to the terms of the Agreement at a deemed price of \$0.135 per share. The Shares are subject to a four month and a day hold period pursuant to statutory and regulatory requirements.

**Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102**

N/A

**Item 7: Omitted Information**

N/A

**Item 8: Executive Officer**

Michael Gheyle, CEO, President and a Director  
778.868.2226  
info@discoverylithium.com

**Item 9: Date of Report**

June 17, 2024