

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Cruz Battery Metals Corp. (the “**Company**”)
Suite 2905 – 700 West Georgia Street
Vancouver, BC V7Y 1C6

Item 2 Date of Material Change

June 10 & 19, 2024

Item 3 News Release

The news releases were disseminated through News File and Stockwatch.

Item 4 Summary of Material Change

On June 10, 2024, the Company announced it closed a non-brokered listed issuer financing exemption (LIFE) private placement of 6,250,000 units at a price of \$0.036 per unit. Each unit consists of one common share of the Company and one share purchase warrant to purchase one common share of the Company at a price of \$0.05 for a period of 60 months from the Closing Date. On June 19, 2024, the Company announced it engaged APEX Geoscience Ltd., to assist in updating the Company’s 43-101 Technical Report on the 100%-owned 5,542-acre ‘Hector Silver-Cobalt Project’ in Cobalt, Ontario.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See attached news release.

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

James Nelson, President, Corporate Secretary
Tel: 604-899-9150

Item 9 Date of Report

June 19, 2024



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Cruz Closes \$225,000 Listed Issuer Financing Exemption (LIFE) Private Placement

Vancouver, British Columbia--(Newsfile Corp. – June 10, 2024) - **Cruz Battery Metals Corp. (CSE: CRUZ) (OTC Pink: BKTPF) (FSE: A3CWU7)** (“Cruz” or the “Company”) has closed a non-brokered listed issuer financing exemption (LIFE) private placement of 6,250,000 units at a price of \$0.036 per unit (the “Offering”). Each unit consists of one common share of the Company and one share purchase warrant to purchase one common share of the Company at a price of \$0.05 for a period of 60 months from the Closing Date. The Company intends to use the net proceeds of the Offering for the Company’s general working capital, and evaluation and work on the existing projects.

Jim Nelson, President of Cruz Battery Metals stated, “Cruz is now in a position to refocus on building shareholder value, and we look forward to a much more active second half of 2024.”

The units sold under the Offering were issued and sold pursuant to the listed issuer financing exemption under Part 5A of National Instrument 45-106 *Prospectus Exemptions* (the “**Listed Issuer Financing Exemption**”). A copy of the offering document under the Listed Issuer Financing Exemption dated May 30, 2024 is available under the Company's profile at www.sedarplus.ca and on the Company's website at www.cruzbattery.com. All units issued pursuant to the Listed Issuer Financing Exemption are not subject to resale restrictions in Canada in accordance with applicable Canadian securities laws and the policies of the Canadian Securities Exchange (the “CSE”).

None of the securities issued have been 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 Cruz Battery Metals Corp.

Cruz currently has several projects located throughout North America. Cruz's Nevada lithium projects consist of the 8,135-acre 'Solar Lithium Project' and the 240-acre 'Clayton Valley Lithium Project'. Cruz's 6,146-acre Hector cobalt project is located in the vicinity of the town of Cobalt, Ontario, which is prospective for cobalt, silver, and diamonds. Cruz's Idaho projects include the 2,211-acre 'Idaho Cobalt Belt Project' and the 80-acre 'Idaho Star Cobalt Project'. Management cautions that past results or discoveries on properties in proximity to Cruz may not necessarily be indicative of the presence of mineralization on the Company's properties.

If you would like to be added to Cruz's news distribution list, please send your email address to info@cruzbattery.com

Cruz Battery Metals Corp.

"James Nelson"

James Nelson
President, Chief Executive Officer, Secretary and Director

For more information regarding this news release, please contact:

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Neither the CSE nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.



CRUZ
BATTERY METALS
CSE:CRUZ OTC:BKTPF FSE:A3CWU7
Cruz Battery Metals Corp.
Suite 2905 – 700 West Georgia Street
Vancouver, BC, V7Y 1C6

Cruz Engages Apex Geoscience for the Hector Silver-Cobalt Project in Ontario

Vancouver, British Columbia--(Newsfile Corp. – June 19, 2024) - **Cruz Battery Metals Corp. (CSE: CRUZ) (OTC Pink: BKTPF) (FSE: A3CWU7)** (“Cruz” or the “Company”) is pleased to announce that it has engaged APEX Geoscience Ltd., (“Apex”) based out of Edmonton, Alberta to assist in updating the Company’s 43-101 Technical Report on the 100%-owned 5,542-acre ‘Hector Silver-Cobalt Project’ located in the historic silver-cobalt producing region of Cobalt, Ontario.

Jim Nelson, President of Cruz Battery Metals stated, “We are pleased to have engaged Apex, who we have successfully worked with in the past, to update the 43-101 Technical Report on the Hector Project. Silver prices have been breaking out in 2024, so this is a great time to be updating our silver-cobalt projects, along with formulating plans for getting back to work on our Solar Lithium Project in Nevada. With over \$1.5 million in the bank, we have more than enough cash on hand to carry out all the planned 2024 work programs and marketing initiatives. This will provide Cruz with an increased stream of news flow for the second half of 2024 and puts Cruz in a position towards building shareholder value.”

The technical contents of this release were reviewed and approved by Frank Bain, PGeo, a qualified person as defined by National Instrument 43-101. Cruz Management cautions that past results or discoveries on properties in proximity to Cruz may not necessarily be indicative of the presence of mineralization on the Company’s properties.

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