

FIRST AMENDING AGREEMENT TO THE AMALGAMATION AGREEMENT

This First Amending Agreement to the Amalgamation Agreement (the “**Amending Agreement**”) is made as of the 8th day of October, 2021 between 2555663 Ontario Limited (d.b.a. Li-Metal) (“**Li-Metal**”), Eurotin Inc. (“**Eurotin**”) and 2848302 Ontario Inc. (“**Eurotin Subco**”, and together with Li-Metal and Eurotin, the “**Parties**”).

WHEREAS Li-Metal, Eurotin and Eurotin Subco entered into an Amalgamation Agreement dated July 13, 2021 (the “**Amalgamation Agreement**”);

AND WHEREAS Li-Metal, Eurotin and Eurotin Subco wish to amend the Amalgamation Agreement pursuant to the terms and conditions herein; and

NOW THEREFORE, in consideration of the premises, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

1. DEFINITIONS

Unless otherwise defined in this Amending Agreement, defined terms used herein shall have the meanings ascribed thereto in the Amalgamation Agreement.

2. AMENDMENTS

2.1. Amendment to Section 1.1

Section 1.1 of the Amalgamation Agreement is, with effect as of the date of this Amending Agreement, deleted in its entirety and replaced with the following:

“**Outside Time**” means 9:00 a.m. on the date that is 135 days after the date of this Agreement, or such later date as the parties may agree upon in writing.”

2.2. General Amendment Provisions

The Amalgamation Agreement and this Amending Agreement are to be read together to constitute one agreement between the Parties. All references in the Amalgamation Agreement to “Agreement”, “this Agreement”, “the Agreement”, “hereto”. “hereby”, “hereunder”, and similar expressions shall from and after the date of this Amending Agreement mean the Amalgamation Agreement as amended by this Amending Agreement.

Except as and to the extent specifically amended by this Amending Agreement, all terms and conditions of the Amalgamation Agreement remain in full force and effect unamended.

3. GENERAL

3.1. Counterparts and Electronic Copies

This Amending Agreement may be executed in separate counterparts, and all such counterparts when taken together shall constitute one agreement. The parties shall be entitled to rely on delivery of a facsimile, email in pdf or other electronic copy of the executed Amending Agreement and such copy shall be legally effective to create a valid and binding Amending Agreement.

3.2. Governing Law

This Amending Agreement shall be governed by and construed in accordance with the laws of the Province of Ontario and the federal laws of Canada applicable therein, without giving effect to the principles of conflicts of laws thereof, and the Parties hereto irrevocably attorn to the non-exclusive jurisdiction of the courts of the Province of Ontario in respect of any matter arising hereunder or in connection herewith.

[Remainder of page intentionally left blank – Signature page follows]

IN WITNESS WHEREOF the parties have executed this Amending Agreement as of the date first above written.

EUROTIN INC.

2555663 ONTARIO LIMITED (D.B.A LI-METAL)

By: "Mark Wellings"
Name: Mark Wellings
Title: Chief Executive Officer

By: "Maciej Jastrzebski"
Name: Maciej Jastrzebski
Title: Chief Executive Officer

2848302 ONTARIO INC.

By: "Mark Wellings"
Name: Mark Wellings
Title: Chief Executive Officer