

FORM 51-102F3
Material Change Report

1. Name and Address of Company

Tantalex Lithium Resources Corporation (the “**Company**”)
1410-120 Adelaide Street West
Toronto, ON
M5H 1T1

2. Date of Material Change

September 6, 2022

3. News Release

The news release was filed on SEDAR on September 6, 2022.

4 Summary of Material Change

The Company announced that it has issued 2,943,558 common shares of the Corporation (“**Common Shares**”) at a price of \$0.08 per Common Share in satisfaction of approximately CAD\$235,484 compensation payable to independent consultants and related parties of the Corporation for their services as consultants.

5. Full Description of Material Change

5.1 Full Description of Material Change

The 2,943,558 Common Shares were issued to related parties (within the meaning of Multilateral Instrument 61-101 – Protection of Minority Security Holders in Special Transactions (“**MI 61-101**”)) and such issuances are considered "related party transactions" for the purposes of MI 61-101. 750,000 Common Shares were issued to 3IM Technologies Inc. a consulting firm controlled by Eric Allard, President and CEO of the Corporation. 500,000 Common Shares were issued to CFO Advantage Inc., a consulting company controlled by Kyle Appleby, CFO of the Corporation. 266,063 Common Shares were issued to Hannes Miller, an officer of the Corporation. Finally, 156,245 Common Shares were issued to Ikigai Specialist Solutions PTY Ltd. and 1,271,250 Common Shares were issued to PI Financial Corp. ITF Burton Financial Services Ltd., independent consultants of the Corporation.

Such related party transactions are exempt from the formal valuation and minority shareholder approval requirements of MI 61-101 as neither the fair market value of the securities being issued to the related parties nor the consideration being paid by the related parties exceeded 25% of the Corporation’s market capitalization at the date of issuance. The recipients of the Common Shares and the extent of such participation were not finalized until shortly prior to the completion of the issuance described herein. Accordingly, it was not possible to publicly disclose details of the nature and extent of related party participation in the transactions contemplated hereby pursuant to a material change report filed at least 21 days prior to the completion of such transactions. All of the Common Shares were issued pursuant to an exemption from the prospectus requirement of applicable securities laws.

5.2 *Disclosure for Restructuring Transactions*

Not applicable.

6. Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

7. Omitted Information

None.

8. Executive Officer

Eric Allard, President and Chief Executive Officer, 581-996-3007

9. Date of Report

September 16, 2022