

NOTICE
NATIONAL INSTRUMENT 51-102 CHANGE
IN CORPORATE STRUCTURE

TO: British Columbia Securities Commission, as Principal Regulator
Alberta Securities Commission
Ontario Securities Commission

This notice is provided pursuant to section 4.9 of National Instrument 51-102 – *Continuous Disclosure Obligations* (“NI 51-102”).

Item 1. Names of the Parties to the Transaction

Free Battery Metal Limited (formerly, Titus Energy Corp.) (the “**Issuer**”), Rift Lithium inc. (“**TargetCo**”) and 1000545473 Ontario Inc. (“**Subco**”).

Item 2. Description of the Transaction

On June 7, 2023, pursuant to the terms of an amalgamation agreement between the Issuer, Subco and TargetCo dated May 26, 2023, the Issuer, TargetCo and SubCo completed a business combination transaction (the “**Transaction**”). The entity resulting from the completion of the Transaction is Free Battery Metal Limited (formerly, Titus Energy Corp.) (the “**Resulting Issuer**”).

The Transaction was completed by way of a three-cornered amalgamation (the “**Amalgamation**”), pursuant to which TargetCo amalgamated with Subco, a wholly-owned subsidiary of the Issuer, and the Issuer acquired all of the issued and outstanding common shares of TargetCo (the “**TargetCo Shares**”) in exchange for common shares of the Resulting Issuer (“**Resulting Issuer Shares**”) on the basis of one Resulting Issuer Share for each TargetCo Share issued and outstanding. TargetCo is now a wholly-owned subsidiary of the Resulting Issuer.

The Transaction constituted a reverse takeover of the Issuer by TargetCo.

Additional information regarding the Transaction is found in the listing statement of the Resulting Issuer dated June 7, 2023 (the “**Listing Statement**”). A copy of the Listing Statement is available under the Resulting Issuer’s profile on SEDAR at www.sedar.com.

Item 3. Effective Date of the Transaction

The Transaction became effective on June 7, 2023, and the Resulting Issuer listed its shares for trading on the Canadian Securities Exchange as of June 13, 2023 under the symbol “FREE”.

Item 4. Names of Each Party that Ceased to Be a Reporting the Issuer Subsequent to the Transaction and of each Continuing Entity

The Resulting Issuer continues to be a reporting the Issuer in British Columbia, Alberta and Ontario.

Item 5. Date of the Reporting the Issuer’s First Financial Year-End Subsequent to the Transaction

The Issuer’s previous year end was May 31. In connection with the Transaction, the Resulting Issuer has elected to adopt the year end of TargetCo such that the new year end of the Resulting Issuer will be December 31.

Item 6. The periods, including the comparative periods, if any, of the interim financial

reports and the annual financial statements required to be filed for the reporting the Issuer's first financial year after the transaction

The Resulting Issuer will file:

- a) Annual financial statements of the Issuer for the year ended May 31, 2023;
- b) Interim consolidated financial statements of the Resulting Issuer for the period ended June 30, 2023;
- c) Interim consolidated financial statements of the Resulting Issuer for the period ended September 30, 2023;
- d) Annual consolidated financial statements of the Resulting Issuer for the year ended December 31, 2023;
- e) Interim consolidated financial statements of the Resulting Issuer for the period ended March 31, 2024; and
- f) Interim consolidated financial statements of the Resulting Issuer for the period ended June 30, 2024;

Item 7. Documents Filed under NI 51-102

Details of the Transaction can be found in the following documents:

- news release of the Resulting Issuer dated May 26, 2023;
- news release of the Resulting Issuer dated June 8, 2023; and
- Listing Statement.

each of which has been electronically filed with the Canadian securities regulators and is available on the System for Electronic Document Analysis and Retrieval (SEDAR) at www.sedar.com under the Resulting Issuer's issuer profile.

Item 8. Date of Report

July 20, 2023