

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Musk Metals Corp. (formerly Gold Plus Mining Inc.) (the "Company")
2905 - 700 W Georgia Street
Vancouver, BC, V7Y 1C6

Item 2 Date of Material Change

August 13th and August 18th, 2021

Item 3 News Release

Both news releases were disseminated through Executive Business Services and Stockwatch.

Item 4 Summary of Material Change

On August 13th, 2021, the Company announced the completion of its first ground survey on its 100% owned Elon Lithium Property. The Company also announced a non-brokered private placement consisting of the issuance of up to 4,000,000 Units at a price of \$0.075 per Unit for gross proceeds of up to \$300,000. The Company granted 3,400,000 stock options at an exercise price of \$0.095 for a two-year term to directors, officers and consultants of the Company.

On August 18th, 2021, the Company announced Minroc Management Limited had conducted a detailed exploration program following up on recent discoveries of Gold and Copper on its 100% owned Pluto properties. The Company also increased the non-brokered private placement consisting of the issuance of up to 6,666,667 Units at a price of \$0.075 per Unit for gross proceeds of up to \$500,000.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See attached News Releases.

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

Nader Vatanchi, CEO and Director, (604) 717-6605

Item 9 Date of Report

August 20, 2021



MUSK METALS COMPLETES FIELD SURVEY ON ITS ELON LITHIUM PROPERTY

August 13th, 2021, VANCOUVER, BC – Musk Metals Corp. (“Musk Metals” or the “Company”) (CSE: MUSK) (OTC: EMSKF) (FSE: 1I30) is pleased to announce the completion of its first ground survey on its 100% owned Elon Lithium Property, located approximately 600 meters northeast of the Lithium Amérique du Nord project, which produced over 907,000 tonnes of material, at 1.40% LiO₂ from 1955 to 1965 (Boily et al, 1989).

The Survey

The Company recently completed a high-resolution heliborne magnetic survey conducted by Prospectair Geosurveys Inc (*see news release dates April 26th, 2021*) that identified magnetic anomalies that could relate to felsic or intermediate intrusions hosted into volcanics, which was Phase 1 of a three Phase exploration program. Following this survey, Musk Metals started Phase 2 which include data compilation, geological mapping, trenching and sampling. Phase 3 should be conducted during the fall and would consist of diamond drilling and metallurgical testing.

Field Observations

Exploration work shows that a thick layer of sand covers the center and northern part of the Property, while more outcrops and till are available on the southern part. The survey discovered outcrops and boulders that demonstrate that the geology of the Property is a favorable host for lithium mineralization. Boulders and outcrops showed gabbros associated with felsic and mafic intrusions. Some of the outcrops are associated with chloritic and potassic alterations. Mineralization associated with the outcrops includes pyrite, pyrrhotite and chalcopyrite ranging from traces to 5% content (pyrite). Multiple samples are also interesting for their gold and base metals potential.

The main low magnetic anomalies found during the previous airborne survey has yet to be explained. On the southern part of the Property, soils samples in till were taken and should allow the Company to better define where potential lithium mineralization may be found in relation to the magnetic low, by using glacial drift directions and assay results. Finally, multiple boulders (glacial floats) were also sampled during this work phase. Sampled boulders include gabbros, felsic intrusions and also quartz veins (associated with copper mineralization).

A total of 19 outcrop rock samples, 22 boulder samples and 29 till samples were collected and sent to ALS Laboratories for trace elements analysis. The Company expects to receive the results in the following month and will report them once interpretation is completed. Musk Metals’ 100% owned Elon Lithium project spans over 245 hectares in the La Corne and Fiedmont townships of Quebec, strategically located approximately 600 meters northeast of the Lithium Amérique du Nord (“North American”) project (formerly Mine Québec Lithium). The current work program includes data compilation from historical work and a comparison of field observations with the airborne magnetic survey, while assay results are pending.

Appointment of Director and CFO

Musk Metals announces the appointment of Emily Sewell to the board of directors and the position of CFO effective immediately. Miss. Sewell is a consultant to a number of private companies in the manufacturing, design and real estate sectors. She holds a business degree from UBC's Sauder School of Business with a major in finance. Prior to joining the company Miss. Sewell was employed as an Institutional Associate at RBC Global Asset Management and also worked at RBC Dominion Securities holding the position of Associate. The Company would also like to announce the resignation of Charn Deol as CFO and thanks Mr. Deol for all his work during his time at the Company and wishes him well in all his future endeavors.

Musk Metals CEO and Director, Nader Vatanchi states, *"We are happy to welcome Emily Sewell to the board of directors and feel that her experience within the institutional investment sector and business experience will be a valuable asset to the Company. Musk Metals is continuing its 2021 work programs on both of our highly prospective lithium projects situated in active lithium camps with lithium deposits in close proximity. The preliminary work completed to date will allow the Company to better define the potential for lithium mineralization and so far, the results are encouraging with the identification of potential host rock for lithium mineralization along with some mineralization found in outcrops and boulders. The correlation of those sample and the till survey results will better define targets for the Company to explore in the following phase of work which should consist of trenching to complete Phase 2 and to be followed by Phase 3, which will include drilling and metallurgical testing of any lithium mineralization discovered."*

Offering

The Company is also pleased to announce the Offering; a non-brokered private placement consisting of the issuance of up to 4,000,000 Units at a price of \$0.075 per Unit for gross proceeds of up to \$300,000.

Each Unit will consist of one common share of the Company (each, a "**Share**") and one Share purchase warrant (each whole warrant, a "**Warrant**"), with each Warrant entitling the holder to purchase one additional Share (each, a "**Warrant Share**") at a price of \$0.10 per Warrant Share for a period of two years following the closing of the Offering.

The aggregate gross proceeds from the sale of the Offering will be used for general working capital. In connection with the private placement, the Company may pay finder's fees in cash or securities or a combination of both, as permitted by the policies of the Canadian Securities Exchange.

None of the securities sold in connection with the Offering will be registered under the United States *Securities Act of 1933*, as amended, and no such securities may be offered or sold in the United States absent registration or an applicable exemption from the registration requirements. This news release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful.

Stock Options

The Company has granted 3,400,000 stock options at an exercise price of \$0.095 for a two-year term to directors, officers and consultants of the Company pursuant to its Stock Option Plan

Qualified Person

Pierre-Alexandre Pelletier, P.Geo OGQ, and Steven Lauzier, P.Geo OGQ whom are qualified persons as defined under National Instrument 43-101, have reviewed and approved the geological information provided in this news release.

Make sure to follow the Company on [Twitter](#), [Instagram](#) and [Facebook](#) as well as subscribe for Company updates at <http://www.muskm Metals.ca/>

References

Boily, M., Pilote, P., Raillon, H., 1989: La métallogénie des métaux de haute technologie en Abitibi-Témiscamingue. Ministère des Ressources Naturelles, MB 89-29.

About Musk Metals Corp.

Musk Metals is a publicly traded exploration company focused on the development of highly prospective, discovery-stage mineral properties located in some of Canada's top mining jurisdictions. The growing portfolio of mineral properties exhibit favorable geological characteristics in underexplored areas within the prolific "Electric Avenue" pegmatite field of northwestern Ontario, the "Abitibi Lithium Camp" of southwestern Quebec, the "Golden Triangle" district of British Columbia, the Mineral Rich "Red Lake" mining camp of Northwestern Ontario and the "Chapais-Chibougamau" mining camp, the second largest mining camp in Quebec, Canada.

ON BEHALF OF THE BOARD

Nader Vatanchi

CEO & Director

For more information on Musk Metals, please contact:

Phone: 604-717-6605

Corporate e-mail: info@muskm Metals.ca

Website: www.muskm Metals.ca

Corporate Address: 2905 – 700 West Georgia Street, Vancouver, BC, V7Y 1C6

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



FOR IMMEDIATE RELEASE

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MUSK METALS COMPLETES PHASE 2 EXPLORATION AND ANNOUNCES CREWS BEING SENT BACK ONTO ITS PLUTO PROPERTIES IN EXPANDED WORK PROGRAM AND INCREASES PRIVATE PLACEMENT

August 18, 2021, VANCOUVER, BC – MUSK METALS CORP. (“MUSK METALS” OR THE “COMPANY”) (CSE: MUSK) (OTC: EMSKF) (FSE: 1I30) is pleased to announce Minroc Management Limited (“**Minroc**”) has conducted a detailed exploration program following up on recent discoveries of Gold and Copper on its 100% owned Pluto properties, contiguous to and within Kenorland Minerals’ (KLD – TSX.V) “Chebistuan” project, that is currently optioned to Newmont Mining, located in the prolific Abitibi Greenstone Belt, Quebec.

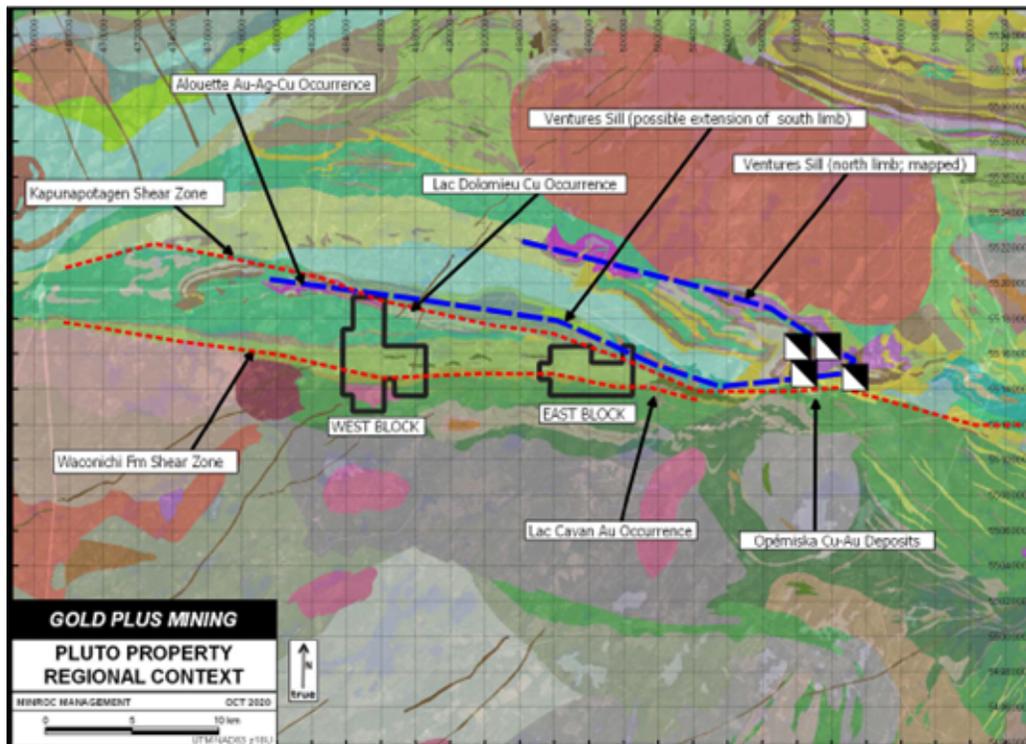
Pluto Properties Exploration Program

A high-resolution magnetic drone survey with 50m line spacing, accompanied by detailed aerial photogrammetry was flown over the northern portion of the west block at Pluto in order to provide geophysical coverage in an area of the property which has none. The use of this rugged computer guided and purpose-built drone will result in data which is very clean, as the drone can easily maintain constant elevation, with a reasonably tight line spacing of 50m. This survey type can be flown for lower cost and quicker than a conventional helicopter mounted geophysics survey, as well as with less environmental impact, in part because the drone is powered by rechargeable batteries. This same area of the property is the site of two interesting samples, a 0.405 g/t gold grab sample and a local float sample which assayed 1070 ppm Cu in work carried out by Minroc in the Fall of 2020, hosted in a setting newly exposed by logging activity just off the highway. Grab samples are relevant to the place where they are taken and may not represent mineralization across the entirety of the property. The magnetic survey will provide information regarding the location and strike of a magnetic feature, previously unexplored, which seems to be associated with the samples taken. The Kapunapotagen Shear Zone, hosting the Opemiska Cu/Au deposits to the east and the Lac Dolomieu Cu occurrence to the west of the Pluto properties, runs through the northern boundary of both the West Block and the East Block at Pluto.

Based on field observations, deformation (and its intensity) observed within the various lithologies, the extrapolated thickness or the width of the deformation zone is at least 300 meters, further indicating that this is more of a regional structure. The gabbro-pyroxenite complex found near the highway may represent part of the “Ventures Sill”. This is the same structure which hosts the Opémiska Cu-Au mine in Chapais and may also therefore be related to the much closer Dolomieu Ag-Cu mineralized occurrence, which lies about 1km east of the West Block (also close to the highway). This area, with its large amount of outcrop, observed mineralization (including both Cu and Zn sulphides) and potential structural and strike relationship to a major local deposit and is a high priority for this current field program.

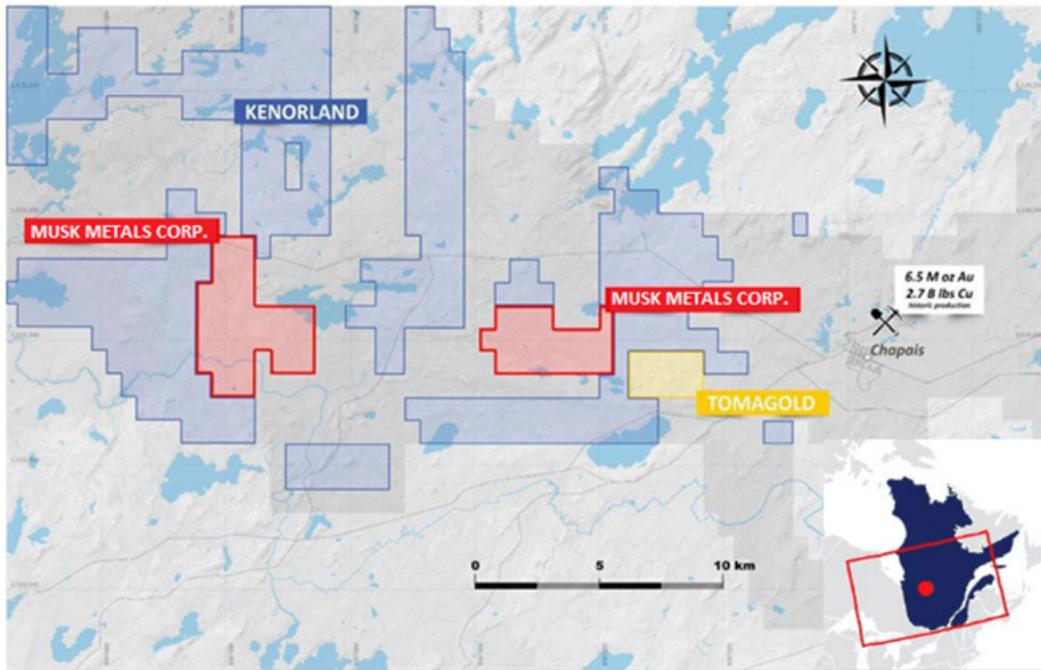
The Company will be commencing a prospecting program designed to follow up on previous successful sampling in the northern portion of the west block, in the area where the geophysics were just completed. The magnetic survey outlines a high priority prospecting target associated with the previous sampling. Additionally, the geologists in the field will attempt to access bedrock in previously inaccessible locations to identify structures on the property and obtain samples.

Musk Metals “Pluto Properties” Regional Context Map



Musk Metals CEO and Director, Nader Vatanchi states, *“We are excited to have completed a follow-up exploration program to further define our recent Gold and Copper mineralization discoveries. This program was designed to provide Musk Metals with more samples and sufficient data to establish potential targets for a drill program on our Pluto properties. Musk Metals anticipates an active period with multiple work programs in close proximity to recent significant discoveries in British Columbia, Ontario and Quebec, as well as the evaluation of additional near-term acquisitions.”*

Musk Metals “Pluto Properties” claims area, Quebec



Both of the Pluto properties are made up of a series of crustal scale deformation zones and highly prospective sedimentary-volcanic rock contacts. The properties are located approximately 40km west of the Chibougamau mining camp and 15km west of the Chapais mining camp (6.5 M oz Au; 2.7 B lbs Cu of historic production). The Chibougamau camp has historically been mined and explored for Cu-Au mineralization but the recent discovery of the Nelligan deposit (IAMGOLD – Vanstar Resources) highlights the regional potential for orogenic gold mineralization which has been overlooked in the past.

Private Placement

Further to the news release dated August 13, 2021, the Company has increased the Offering; a non-brokered private placement consisting of the issuance of up to 6,666,667 Units at a price of \$0.075 per Unit for gross proceeds of up to \$500,000.

Each Unit will consist of one common share of the Company (each, a “Share”) and one Share purchase warrant (each whole warrant, a “Warrant”), with each Warrant entitling the holder to purchase one additional Share (each, a “Warrant Share”) at a price of \$0.10 per Warrant Share for a period of two years following the closing of the Offering.

None of the securities sold in connection with the Offering will be registered under the United States *Securities Act of 1933*, as amended, and no such securities may be offered or sold in the United States absent registration or an applicable exemption from the registration requirements. This news release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful.

About the Pluto Properties - Chapais-Chibougamau Mining Camp, Quebec

The Pluto properties and Kenorland's "Chebistuan" project are made up of a series of crustal scale deformation zones and highly prospective sedimentary-volcanic rock contacts. The Pluto properties are located west of the town of Chibougamau, Quebec, which provides excellent infrastructure and an experienced local workforce for exploration and mining activities. The Pluto properties have been underexplored for base and precious metals and historic assay results returned Cu-Zn-Au-Ag values. Some historic diamond drill holes returned visible sulfide mineralization and VMS showings (Dolomieu-Sud). Recent exploration work completed at Pluto resulted in anomalous gold and base metals values in till samples and three distinct anomalous zones were outlined.

Qualified Person

The technical information in this press release has been reviewed and approved by Francis R. Newton P. Geo (OGQ#2129), a "qualified person" pursuant to National Instrument 43-101 - *Standards of Disclosure for Mineral Projects*.

Make sure to follow the company on [Twitter](#), [Instagram](#) and [Facebook](#) as well as subscribe for company updates at www.muskmetals.ca

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ON BEHALF OF THE BOARD



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FORWARD-LOOKING STATEMENTS

This news release contains forward-looking statements. All statements, other than statements of historical fact that address activities, events or developments that the Company believes, expects or anticipates will or may occur in the future are forward-looking statements. Forward-looking statements in this news release include statements regarding: the anticipated number of work programs to be initiated by the Company, their expected duration and temporal proximity, the evaluation of additional

near-term acquisitions by the Company, the Offering and its terms, including the intended use of proceeds thereof; and other matters regarding the business or plans of the Company. The forward-looking statements reflect management's current expectations based on information currently available and are subject to a number of risks and uncertainties that may cause outcomes to differ materially from those discussed in the forward-looking statements including: that the Company may not initiate or complete the exploration programs on the Pluto properties, that the Company may not identify or be able to close any potential acquisition, that the Offering may not close at all or on the terms announced; that the Company may use the proceeds of the Offering for purposes other than those disclosed in this news release; adverse market conditions; and other factors beyond the control of the Company. Although the Company believes that the assumptions inherent in the forward-looking statements are reasonable, forward-looking statements are not guarantees of future performance and, accordingly, undue reliance should not be put on such statements due to their inherent uncertainty. Factors that could cause actual results or events to differ materially from current expectations include general market conditions and other factors beyond the control of the Company. The Company expressly disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except as required by applicable law.

The Canadian Securities Exchange (operated by CNSX Markets Inc.) has neither approved nor disapproved of the contents of this press release.