

FORM 51-102F3

MATERIAL CHANGE REPORT

- 1. Name and Address of Company**
EEE Exploration Corp.
1910-1030 West Georgia Street
Vancouver, British Columbia V6C 2Y3
- 2. Date of Material Change**
September 1, 2022
- 3. News Release**
The news release announcing the material change was disseminated on September 1, 2022, through Stockwatch. The news releases were also filed with the British Columbia, Alberta and Ontario Securities Commissions on SEDAR.
- 4. Summary of Material Change**
EEE Exploration Corp. closed its previously announced private placement financing, raising gross proceeds of \$2,700,000.
- 5.1 Full Description of Material Change**
See attached news release.
- 5.2 Disclosure for Restructuring Transactions**
N/A
- 6. Reliance on subsection 7.1(2) of National Instrument 51-102**
Not applicable.
- 7. Omitted Information**
No information has been intentionally omitted from this material change report.
- 8. Executive Officer**
Chris Cooper, CEO
604.307.8290
- 9. Date of Report**
September 1, 2022

EEE EXPLORATION CORP. CLOSES PRIVATE PLACEMENT FINANCING

Vancouver, B.C. – September 1, 2022 – EEE EXPLORATION CORP. (“EEE” or the “Company”) (CSE: EEE) is pleased to announce that it has closed its previously announced non-brokered private placement financing (see EEE’s press release dated August 4, 2022). Under the fully subscribed financing, EEE raised gross proceeds of \$2,700,000 through the issuance of 15,000,000 Class A common shares (each, a “Share”) at a price of \$0.10 per Share and 10,000,000 “flow-through” Shares (each a “FT Share”) at a price of \$0.12 per FT Share. The Company intends to use the proceeds from the financing for exploration on its mineral properties and for general working capital.

In connection with the financing, EEE paid aggregate finder’s fees of \$65,232 and issued an aggregate of 571,800 finder’s warrants, each exercisable for one Share at an exercise price of \$0.12 for one year. The securities issued under the financing are subject to a four month hold period that expires January 2, 2023, in accordance with applicable Canadian securities laws.

About the Company

EEE Exploration Corp. is a mineral exploration company focused on the acquisition and development of mineral properties containing battery, base, and precious metals. The Company’s flagship asset is its 100% interest in the Golden Moon Property located in northern Quebec, Canada. For further information, please refer to the Company’s disclosure record on SEDAR (www.sedar.com) or contact the Company by email at cooper@venturefirst1.com or by telephone at 604.307.8290.

On Behalf of the Board of Directors

Chris Cooper
Chief Executive Officer
604.307.8290

Forward-Looking Information

Certain statements in this news release are forward-looking statements, including with respect to future plans, and other matters. Forward-looking statements consist of statements that are not purely historical, including any statements regarding beliefs, plans, expectations or intentions regarding the future. Such information can generally be identified by the use of forwarding-looking wordings such as “may”, “expect”, “estimate”, “anticipate”, “intend”, “believe” and “continue” or the negative thereof or similar variations. The reader is cautioned that assumptions used in the preparation of any forward-looking information may prove to be incorrect. Events or circumstances may cause actual results to differ materially from those predicted, as a result of numerous known and unknown risks, uncertainties, and other factors, many of which are beyond the control of the Company, including but not limited to, business, economic and capital market conditions, the ability to manage operating expenses, and dependence on key personnel. Such statements and information are based on numerous assumptions regarding present and future business strategies and the environment in which the Company will operate in the future, anticipated costs, and the ability to achieve goals. Factors that could cause the actual results to differ materially from those in forward-looking statements include, the continued availability of capital and financing, litigation, failure of counterparties to perform their contractual obligations, loss of key employees and consultants, and general economic, market or business conditions. Forward-looking statements contained in this news release are expressly qualified by this cautionary statement. The reader is cautioned not to place undue reliance on any forward-looking information.

The forward-looking statements contained in this news release are made as of the date of this news release. Except as required by law, the Company disclaims any intention and assumes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

The CSE has not reviewed, approved or disapproved the contents of this news release.