

**FORM 51-102F3
MATERIAL CHANGE REPORT**

- Item 1 :** **Name and Address of Company**
SPOD LITHIUM CORP. (the “**Corporation**” or “**SPOD**”)
Suite 600-1090 West Georgia Street
Vancouver, BC
V6E 3V7
- Item 2 :** **Date of Material Change State**

May 29, 2024
- Item 3:** **News Release**

A news release was issued and disseminated on June 5, 2024 and filed on SEDAR+ (www.sedarplus.ca).
- Item 4:** **Summary of Material Change**

The Corporation has amended its mineral option agreement with Visible Gold Mines Inc. (“**Visible**”) regarding the MegaLi exploration property (the “**MegaLi Property**”) and its mineral option agreement with Noranda Royalties Inc. (“**Noranda**”) on the Lithium Grande 4 property (the “**LG4 Property**”).
- The Corporation extended with its optionors to the date on which it has to incur at least \$500,000 exploration expenditures from August 3, 2024 to December 31, 2024 for the MegaLi Property and from July 4, 2024 to December 31, 2024 for the LG4 Property. The Corporation has also amended its second and third-year issuance to 1,175,000 and 1,375,000 Class A common shares for Visible and Noranda that were issued on May 29, 2024 at a price of \$0.06 per Class A common share.
- Martin Dallaire has also been appointed as a director of the Corporation.
- Item 5 :** **Full Description of Material Change**

See Schedule “A” attached hereto.
- Item 6:** **Reliance on subsection 7.1(2) of National Instrument 51-102**

Not applicable
- Item 7 :** **Omitted Information**

None
- Item 8 : Executive Officer**

Mathieu Couillard
Chief Executive Officer
matt@birchcapitalcorp.com
647-567-6757
www.spodlithiumcorp.com
- Item 9:** **Date of Report**

June 11, 2024



SPOD LITHIUM AMENDS PROPERTY OPTION AGREEMENTS AND APPOINTS A NEW DIRECTOR

Vancouver, British Columbia, June 5, 2024. **SPOD Lithium Corp (CSE: SPOD)** (the “Company” or “SPOD”) is pleased to announce that it has amended on May 29, 2024 its mineral option agreement with Visible Gold Mines Inc. (“Visible”) regarding the MegaLi exploration property (the “**MegaLi Property**”) and its mineral option agreement with Noranda Royalties Inc. (“Noranda”) on the Lithium Grande 4 property (the “**LG4 Property**”). The Company is also pleased to announce the appointment of Mr. Martin Dallaire as a new director of the Company, effective May 29, 2024.

Amendment Agreement – MegaLi Property

On May 29, 2024, the Company amended its mineral option agreement with Visible on the MegaLi Property (the “**MegaLi Option Agreement**”), dated August 3, 2022, and subsequently amended (the “**MegaLi Option Agreement**”). The amended Option Agreement extends the date on which the Company was to spend at least \$500,000 in exploration expenditures on the MegaLi Property from August 3, 2024 to December 31, 2024.

The company will also amend the second-year issuance and third-year Class A common shares issuance to Visible for 1,175,000 and 1,375,000 Class A common shares, respectively. The Company has fulfilled its second-year payment of \$100,000 and has issued on the same date the second-year issuance of 1,175,000 Class A common shares at a price of \$0.06. The shares are subject to a four month hold period, which expires on September 30, 2024. Moreover, per the amendments, the Company will issue on or before December 31, 2025, 1,375,000 Class A common shares, pay Visible an additional \$150,000 and incur at least an additional \$1,000,000 in exploration expenditures.

Amendment Agreement – LG4 Property

On May 29, 2024, the Company entered into an agreement with Noranda respecting the LG4 Property dated July 4, 2022, and subsequently amended (the “**LG4 Option Agreement**”). The amended LG4 Option Agreement extends the date on which the Company must spend at least \$500,000 in exploration expenditures on the LG4 Project from July 4, 2024 to December 31, 2024.

The company will also amend the second-year issuance and third-year Class A common shares issuance to 1,175,000 and 1,375,000 Class A common shares, respectively. The Company has fulfilled its second-year payment of \$100,000 and has issued on the same date the second-year issuance of 1,175,000 Class A common shares at a price of \$0.06 per Class A common share. The shares are subject to a four month hold period, which expires on September 30, 2024. Moreover, per the amendments, the Company will issue on or before December 31, 2025, 1,375,000 Class A common shares, pay Noranda an additional \$150,000 and incur at least an additional \$1,000,000 in exploration expenditures.

The extensions are to ensure the Company can conduct its exploration work at the most beneficial times of the year between June and October in order to spend the targeted expenditures most efficiently

Appointment of a New Director

On May 29, 2024, the Company appointed Mr. Martin Dallaire as a new director of the Company.

Mr. Dallaire was born and raised in Rouyn-Noranda and has more than two decades of experience in the financial industry with a particular focus on the junior mining sector. His areas of expertise include strategic planning, sourcing and structuring of financings, due diligence reviews, mergers and acquisitions. Mr. Dallaire, who obtained an Engineering degree from the Université du Québec à Chicoutimi in 1992, has also been a member of the surveillance committee of the FERIQUE Funds for more than 5 years. He is also President, CEO and Director of Visible Gold Mines Inc.

About SPOD

SPOD is a leading exploration and development company focused on unlocking the vast potential of lithium resources. With a strategic approach to resource management and a commitment to sustainable practices, SPOD is dedicated to driving innovation and delivering value for its stakeholders. Founded in 2020, its primary lithium properties are strategically located in Quebec and Ontario, Canada, regions renowned for their rich deposits of these valuable resources. For further information, please refer to the Company's disclosure record on SEDAR+ (www.sedarplus.ca) or contact the Company through its website at www.spodlithiumcorp.com.

On behalf of the Board of Directors

Mathieu Couillard,

President and CEO

(647) 567-6757

matt@birchcapitalcorp.com

Stay connected with SPOD

Website: <https://spodlithiumcorp.com>

Linkedin: <https://www.linkedin.com/company/spod-lithium>

X (formerly Twitter): <https://x.com/spodlithium>

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 wording 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.