

## MATERIAL CHANGE REPORT

**1. Name and Address of Company**

ACME Lithium Inc. (the “Company”)  
(formerly Hapuna Ventures Inc.)  
200-375 Water Street  
Vancouver, BC V6B 0M9

**2. Date of Material Change**

November 23, 2020

**3. News Release**

The news release in respect of the material change on November 24, 2020.

**4. Summary of Material Change**

The Company announced its change of name from Hapuna Ventures Inc. to ACME Lithium Inc., and a seven-for-one share consolidation.

**5.1 Full Description of Material Change**

1. The Company has changed its name from “Hapuna Ventures Inc.” to “ACME Lithium Inc.”; and
2. The Company has consolidated its 4,295,398 issued and outstanding common shares on the basis of one new consolidated share for every seven outstanding shares (so as to have 613,646 post-consolidated shares outstanding).

**5.2 Disclosure for Restructuring Transaction**

Not applicable.

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

Not applicable.

**7. Omitted Information**

No significant facts required to be disclosed have been omitted.

**8. Executive Officer**

For further information contact:  
Name: Vincent Wong  
Officer: Director  
Email: investor.relations@act360.com

**9. Date of Report**

November 24, 2020