

FORM 51-102F3

MATERIAL CHANGE REPORT

- Item 1. Name and Address of Company
ACME Lithium Inc.
318 - 1199 W Pender Street
Vancouver, British Columbia V6E 2R1
- Item 2. Date of Material Change
September 6, 2023
- Item 3. News Release
The news release was disseminated through Newsfile Corp. on September 6th, 2023
- Item 4. Summary of Material Change
The Company announced its intention to complete a non-brokered private placement of up to 9,000,000 Units of the Company for gross aggregate proceeds of up to CDN\$1,350,000.
- Item 5. Full Description of Material Change
- 5.1 Full Description of Material Change
See Schedule "A" attached hereto
- 5.2 Disclosure for Restructuring Transactions Not applicable.
- Item 6. Reliance on Subsection 7.1(2) of National Instrument 51-102 Not applicable.
- Item 7. Omitted Information
None.
- Item 8. Executive Officer
Contact: Stephen Hanson
Title: Director, Chief Executive Officer and President
Telephone: (604) 564-9045
Email: shanson@acmelithium.com
- Item 9. Date of report
September 6, 2023



NOT FOR DISSEMINATION IN THE UNITED STATES OR FOR DISTRIBUTION TO U.S. WIRE SERVICES

ACME Lithium Announces Non-Brokered Private Placement

Vancouver, BC – September 6, 2023 – ACME Lithium Inc. (CSE: ACME) (OTCQX: ACLHF) (the "Company", or "ACME") announced today a non-brokered private placement financing of up to 9,000,000 units (the "Units") at \$0.15 CAD per Unit for aggregate gross proceeds of up to \$1,350,000 CAD (the "Offering"). Each Unit will be comprised of one (1) common share and one-half of one (1/2) transferable common share purchase warrant, with each whole warrant entitling the holder to purchase one additional common share at a price of \$0.30 CAD for two (2) years from closing of the Offering.

The Company may pay a cash finder's fee of up to 7% of the gross proceeds raised under the Offering, at the discretion of the Company.

The Issuer intends to use the proceeds of the Offering to fund the advancement and maintenance of its lithium projects in Nevada, Manitoba, and Saskatchewan, as well as for general working capital purposes.

All securities that are issued pursuant to the Offering will be subject to, among other things, a hold period of four months and one day in accordance with applicable Canadian securities laws.

About ACME Lithium Inc.

Led by an experienced team, ACME Lithium is a mineral exploration Company focused on acquiring, exploring, and developing battery metal projects in partnership with leading technology and commodity companies. ACME has acquired or is under option to acquire a 100-per-cent interest in projects located in Clayton Valley and Fish Lake Valley, Esmeralda County Nevada, at Shatford, Birse, and Cat-Euclid Lakes in southeastern Manitoba, and at Bailey Lake in northern Saskatchewan.

On behalf of the Board of Directors

Steve Hanson
Chief Executive Officer, President and Director
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For Investor Inquiries

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Neither the CSE nor its regulations service providers accept responsibility for the adequacy or accuracy of this news release.

This news release contains forward-looking information within the meaning of applicable securities laws ("forward-looking statements"), including raising funds under the Offering, the payment of finder's fees, and the use of proceeds from the Offering. These forward-looking statements are subject to a variety of risks and uncertainties which could cause actual events or results to differ materially from those reflected in the forward-looking statements, including, without limitation: uncertainties related to raising sufficient financing to fund the planned work in a timely manner and on acceptable terms; changes in planned work resulting from weather, logistical, technical or other factors. There is no assurance the Company will be successful in raising any or all of the Offering, or that the proceeds therefrom will be used in the manner outlined above. Any forward-looking statement speaks only as of the date it is made and, except as may be required by applicable securities laws, the Company disclaims any intent or obligation to update any forward-looking statement, whether as a result of new information, future events or results or otherwise.