

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

ITEM 1. NAME AND ADDRESS OF COMPANY

Flow Metals Corp. (the “Issuer”)
1890 – 1075 West Georgia Street
Vancouver, BC V6E 3C9

ITEM 2. DATE OF MATERIAL CHANGE

December 5, 2023

ITEM 3. NEWS RELEASE

The new release was disseminated through Newsfile, filed on SEDAR and posted to the Issuer’s CSE Disclosure Hall.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Issuer is pleased to announce results from the second phase summer program at the New Brenda Project located in south-central British Columbia.

The Issuer also announces that Mr. Adrian Smith has resigned from the Board of Directors and Mr. Harley Slade has been appointed in his place effective immediately. The Issuer wishes to thank Mr. Smith for his dedicated service on the Board of Directors.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

The Issuer announces results from the second phase summer program at the New Brenda Project located in south-central British Columbia.

Highlights include:

- 706 total soil samples taken over the Xenolith-Porphyry (“XP”) target
- Potassic alteration and confirmed Cu-Ag porphyry mineralization in thin section
- New 1100 by 1800m Cu-Ag-M-Zn anomaly, unconstrained to the north

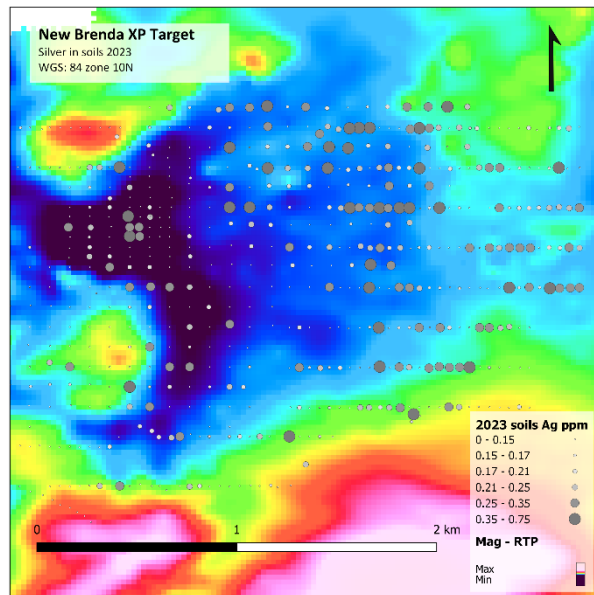
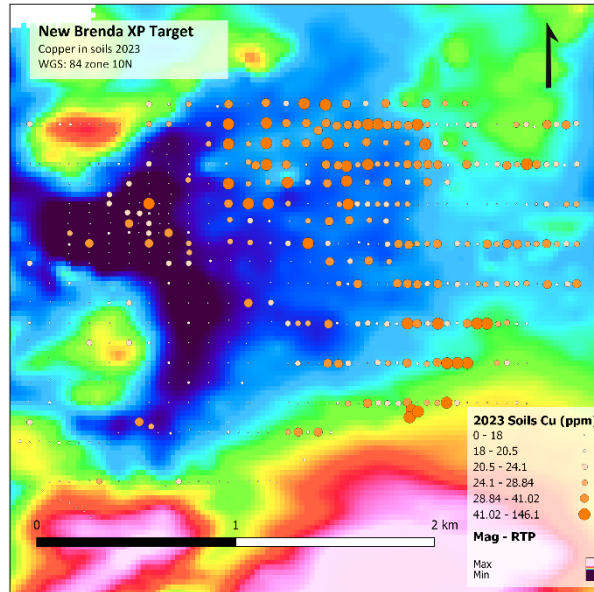
“The latest soil sample grid at XP has extended the kilometer-scale Ag-Cu-Mo anomaly over a coincidental magnetic-low. The larger and stronger soil anomaly to the northeast edge of the survey zone is slightly offset from the mag-low ring. The anomaly remains open to the north. Our focus is now to follow up with a grouping of 3.5km IP lines to highlight subsurface sulphides and generate drill targets,” commented Scott Sheldon CEO of the Issuer.

Results

The soil grid extension and infill to the north and east has resulted in a large higher grade anomalous zone spanning at least 1800m by 1100m. The new copper-molybdenum-zinc-silver anomaly is offset from the strongest portion of the mag destruction ring.

XP Target History

In 2018, a 10m wide outcrop with chalcopyrite mineralization was discovered and a grab sample was taken. The sample contained 0.67% Cu and 46.11 ppm Ag and elevated trace elements such as Bi, Te and U. The sample had pervasive potassic alteration in the form of biotite replacing hornblende. An airborne magnetic survey was later conducted in 2021 that revealed a large ring-shaped magnetic low anomaly directly underneath the rock sample.



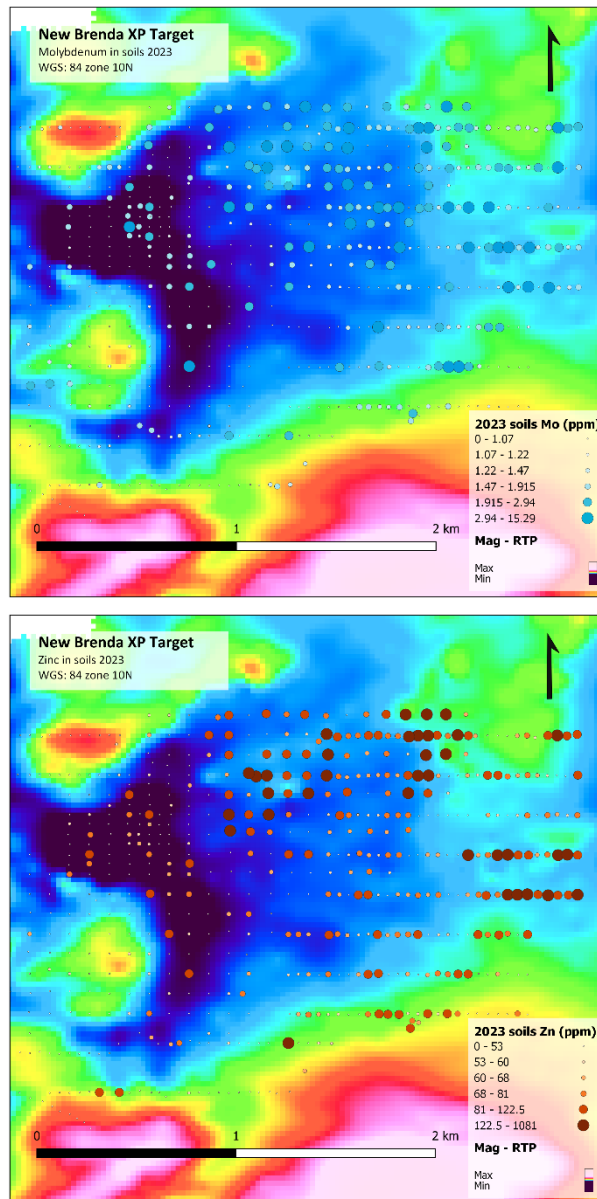


Figure 1: (Top left) Copper values in soil, (Top right) Silver values in soil, (Bottom left) Molybdenum values in soil, (Bottom right) Zinc values in soil. Please see the following link for [high definition images](#).

The XP target represents a new Porphyry style geochemical and magnetic anomaly. XP is hosted in the Pennask batholith also seen at the neighboring Brenda mine to the east. The target is also near the contact with the Osprey Lake batholith which hosts the neighboring Elk mine to the west. The xenoliths from which XP gets its name are heavily altered Nicola volcanics that have been replaced by biotite.

Director Resignation and Appointment

The Issuer also announces that Mr. Adrian Smith has resigned from the Board of Directors and Mr. Harley Slade has been appointed in his place effective immediately. The Issuer wishes to thank Mr. Smith for his dedicated service on the Board of Directors.

Mr. Slade is currently the President of Caveman Exploration, a company focused on providing exploration services in Canada. He first started working with the Issuer in 2018 at both the New Brenda and Sixtymile projects. Mr. Slade holds a degree in Geology from Simon Fraser University.

ITEM 6. RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102

Not Applicable.

ITEM 7. OMITTED INFORMATION

There are no significant facts required to be disclosed herein which have been omitted.

ITEM 8. EXECUTIVE OFFICER

Contact: Scott Sheldon, CEO
Telephone: (604) 725.1857

ITEM 9. DATE OF REPORT

December 6, 2023