

**Form 51-102F3**  
***Material Change Report***

**Item 1      Name and Address of Company**

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

**Item 2      Date of Material Change**

March 21, 2024

**Item 3      News Release**

The new release was filed on SEDAR+, posted to the Issuer’s disclosure hall with the Canadian Securities Exchange and disseminated through the facilities of Newsfile Corp. on March 21, 2024.

**Item 4      Summary of Material Change**

On March 21, 2024, the Company announced that it settled outstanding fees owed to certain creditors and two insiders of the Company for option payments, management fees and exploration costs totaling \$45,000, by way of the issuance of 599,998 common shares issued at a price of \$0.075 per common share.

**Item 5      Full Description of Material Change**

**Item 5.1    Full Description of Material Change**

Please see the attached news release dated March 21, 2024.

**Item 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**

Not applicable.

**Item 8      Executive Officer**

Scott Sheldon, Chief Executive Officer  
Telephone: 604-725-1857

**Item 9      Date of Report**

March 21, 2024

## FLOW METALS ANNOUNCES CLOSING OF SHARES FOR DEBT

**Vancouver, BC – March 21, 2024 – Flow Metals Corp.** (“Flow Metals” or the “Company”) announces that pursuant to the option agreement dated March 23, 2019 to acquire the Sixtymile Property, it has entered into debt settlement agreements (“**Settlement Agreements**”) with the vendors of the Sixtymile Property to settle the annual advanced royalty payment of \$30,000 and it has entered into Settlement Agreements with two insiders of the Company to settle outstanding fees accrued from exploration work at the New Brenda Property in the amount of \$15,000 (the “**Debt Settlement**”).

Pursuant to the Settlement Agreements, the Company has issued an aggregate of 599,998 Common shares at a deemed price of \$0.075 per Common share.

In accordance with applicable securities laws, the securities issued pursuant to the Settlement Agreements are subject to a four month hold period expiring on July 22, 2024.

### **About Sixtymile, Yukon**

Sixtymile covers 65 km<sup>2</sup> of quartz claim mining tenure over three active placer camps. The project is a 2 hour drive west of Dawson City and bumps up against the Alaska border. Four gold-bearing creeks on the project have produced over 200,000 ounces of placer gold since the discovery of gold at Sixtymile over 100 years ago.

### **About Flow Metals**

Flow Metals is a mining exploration company focused on advancing two 100% owned road access projects in established mining districts of British Columbia and Yukon.

For further information, please contact:

Scott Sheldon, President  
604.725.1857  
[scott@flowmetals.com](mailto:scott@flowmetals.com)

### **Forward-Looking Information**

This press release may include “forward-looking information” (as that term is defined by Canadian securities legislation), concerning the Company’s business. Forward-looking information is based on certain key expectations and assumptions made by the Company’s management, including future plans for the exploration and development of its mineral properties. Although the Company believes that such expectations and assumptions are reasonable, investors should not rely unduly on such forward-looking information as the Company can give no assurance they will prove to be correct. Forward-looking statements in this press release are made as of the date of this press release. The Company disclaims any intent or obligation to publicly update any forward-looking information (whether as a result of new information, future events or results, or otherwise) other than as required by applicable securities laws.