

**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

November 5, 2024

ITEM 3. NEWS RELEASE

The new release was disseminated through Stockwatch, filed on SEDARPLUS and posted to the Issuer's CSE Disclosure Hall.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Issuer issued an aggregate of 222,222 common shares (the "**Shares**") at a price of \$0.09 per Share for gross proceeds of \$20,000.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

The Issuer closed a non-brokered private placement and issued an aggregate of 222,222 Shares at a price of \$0.09 for gross proceeds of \$20,000.

The Issuer plans to use the net proceeds of the Private Placement for working capital and general corporate purposes.

All securities issued pursuant to the Private Placement will be subject to a four-month and one day hold period which will expire March 6, 2025, pursuant to applicable securities laws of Canada.

This news release does not constitute an offer to sell or a solicitation of an offer to sell any of the securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

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

November 5, 2024

