



RECEIPT

MegaWatt Lithium and Battery Metals Corp.

This is the receipt of the **British Columbia Securities Commission** for the **Amended and Restated Preliminary Short Form Base Shelf Prospectus** dated **July 27, 2022** (the amended preliminary prospectus) amending and restating the **Preliminary Short Form Base Shelf Prospectus** of the above Issuer dated **April 28, 2022**.

This receipt also evidences that the **Ontario Securities Commission** has issued a receipt for the amended preliminary prospectus.

The amended preliminary prospectus has been filed under Multilateral Instrument 11-102 *Passport System* in **Alberta, Saskatchewan, Manitoba, Quebec, New Brunswick, Nova Scotia, Prince Edward Island, Newfoundland and Labrador, Yukon, Nunavut and Northwest Territories**. A receipt for the amended preliminary prospectus is deemed to be issued by the regulator in each of those jurisdictions, if the conditions of the Instrument have been satisfied.

July 27, 2022

Larissa M. Streu

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SEDAR Project Number 3357411