

Form 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Nine Mile Metals Ltd.
350 – 1650 West 2nd Avenue
Vancouver, BC V6J 1H4

Item 2: Date of Material Change

May 31, 2023

Item 3: News Release

A news release was issued and disseminated on May 31, 2023 and filed on SEDAR (www.sedar.com). A copy of the news release is attached as Schedule "A" hereto.

Item 4: Summary of Material Change

The Company completed the first tranche of a private placement of up to \$400,000. The Company issued 1,666,667 flow-through units (each, a "**Unit**") at a price of \$0.15 per Unit, for proceeds of \$250,000.05.

Each Unit consists of one flow-through common share of the Company and one common share purchase warrant (a "**Warrant**"), with each Warrant entitling the holder thereof to purchase one common share at a price of \$0.23 for a period of 24 months.

In consideration for their services in introducing subscribers to the Company under the Private Placement, finders received 116,667 common share purchase warrants, exercisable to purchase one common share at a price of \$0.23 for a period of 24 months and cash of \$17,500.

Item 5: Full Description of Material Change

Please see the attached Schedule "A".

Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable

Item 7: Omitted Information

None

Item 8: Executive Officer

Charles MaLette, President & Corporate Secretary
Telephone: 604-428-5171

Item 9: Date of Report

June 7, 2023

SCHEDULE "A"



Nine Mile Metals Closes 1st Tranche of \$400,000 Private Placement

Vancouver, B.C. May 31, 2022- NINE MILE METALS LTD. (CSE: NINE, OTCQB: VMSXF, FSE: KQ9) (the "Company" or "Nine Mile") announces completion of the first tranche of a private placement of up to \$400,000 (the "Offering"). The Company issued 1,666,667 flow-through units (each, a "Unit") at a price of \$0.15 per Unit, for proceeds of \$250,000.

Each Unit consists of one flow-through common share of the Company and one common share purchase warrant (a "Warrant"), with each Warrant entitling the holder thereof to purchase one common share at a price of \$0.23 for a period of 24 months.

In consideration for their services in introducing subscribers to the Company under the Private Placement, finders received 116,667 common share purchase warrants, exercisable to purchase one common share at a price of \$0.23 for a period of 24 months and cash of \$17,500.

The proceeds raised through the offering will be used to carry out the current recommended work programs on its other properties in New Brunswick, Canada. This will include exploration and drilling on its Wedge and Canoe Landing properties and exploration on its California Lake property on or before December 31, 2023. All securities issued in the Offering are subject to a four-month and a day hold period.

About Nine Mile Metals Ltd.:

Nine Mile Metals Ltd. is a Canadian public mineral exploration company focused on Critical Minerals Exploration (CME) VMS (Cu, Pb, Zn, Ag and Au) exploration in the world-famous Bathurst Mining Camp, New Brunswick, Canada. The Company's primary business objective is to explore its four VMS Projects: Nine Mile Brook VMS; California Lake VMS; Canoe Landing Lake (East–West) VMS and the new Wedge VMS Projects. The Company is focused on Critical Minerals Exploration (CME), positioning for the boom in EV and green technologies requiring Copper, Silver, Lead and Zinc with a hedge with Gold.

ON BEHALF OF NINE MILE METALS LTD.

"Charles MaLette"

President and Director

T: 604-428-5171

E: bud@ninemilemetals.com

Forward-Looking Information:

This press release may include forward-looking information within the meaning of Canadian securities legislation, concerning the business of Nine Mile. Forward-looking information is based on certain key expectations and assumptions made by the management of Nine Mile. In some cases, you can identify forward-looking statements by the use of words such as "will," "may," "would," "expect," "intend," "plan," "seek," "anticipate," "believe," "estimate," "predict," "potential," "continue," "likely," "could" and variations of these terms and similar expressions, or the negative of these terms or similar expressions. Forward-looking statements in this press release include that (a) the Company will close additional tranches in the future so that the Offering will total approximately \$400,000 and (b) the Company will use the proceeds as described above. Although Nine Mile believes that the expectations and assumptions on which such forward-looking information is based are reasonable, undue reliance should not be placed on the forward-looking information because Nine Mile can give no assurance that they will prove to be correct.

The Canadian Securities Exchange (CSE) has not reviewed and does not accept responsibility for the adequacy or the accuracy of the contents of this release.