

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

April 18, 2024

Item 3: News Release

A news release was issued and disseminated on April 5, 2024, and filed on SEDAR+ (www.sedarplus.ca). A copy of the news release is attached as Schedule "A" hereto.

Item 4: Summary of Material Change

The Company has issued 733,334 common shares ("**Common Shares**") at a deemed price of \$0.075 per share, to maintain its option to purchase 100% of California Lake and Canoe Landing Lake East mineral projects, dated April 25, 2022 (the "**Property Option**"). Included in the Common Shares were 400,000 common shares issued pursuant to the conversion of a \$30,000 cash payment owing under the Property Option.

Item 5: Full Description of Material Change

The Company made its 2nd anniversary payment the **Property Option as described above**. The Option and payments were previously announced on April 26, 2022.

All securities issued will be subject to a four month and a day hold period.

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

April 19, 2024

Nine Mile Metals Announces Kindred Communication Investor Relations Consulting Agreement, Grants Stock Options, and Makes Anniversary Option Payment on California Lake Project

Vancouver, British Columbia--(Newsfile Corp. - April 5, 2024) - **NINE MILE METALS LTD. (CSE: NINE) (OTCQB: VMSXF) (FSE: KQ9)** (the "**Company**" or "**Nine Mile**"), is pleased to announce that it has entered into a consulting services agreement dated April 5, 2024 (the "Consulting Agreement") with Kindred Communications Inc. ("Kindred") to support Nine Mile's investor relations activities.

The Consulting Agreement will have an initial three month term, starting on the day of this announcement, following which the parties will operate on a month-to-month basis with a 60-day cancellation notice required to terminate. Kindred will provide the Company with social media management on the Company's accounts on Facebook, X, YouTube, LinkedIn and Instagram and may create new social media accounts for the Company, content creation, news release consultation and dissemination, including regulatory filings and updating the Company's website to share the Company's story with the investor audience.

During the three-month term of the Consulting Agreement, the Company will pay Kindred \$4,000 per month, in arrears. Additionally, Kindred was granted 200,000 stock options. The options will vest immediately and may be exercised at an exercise price of \$0.10 per share until the earlier of 24 months, the cessation of services by Kindred to the Company, or otherwise in accordance with the Company's incentive stock option plan.

Other than the stock options described above, Kindred Communications does not have any interest, directly or indirectly, in Nine Mile or its securities, or any right or intent to acquire such an interest.

STOCK OPTIONS GRANTED

The Company also announces that it has granted 1,300,000 stock options to directors and officers, and 200,000 stock options to another consultant of the Company. The options will vest immediately and may be exercised at an exercise price of CAD \$0.10 per common share, for a period of 5 years from the date of issuance or earlier in accordance with the Company's incentive stock option plan.

Following the grant of stock options, the Company now has a total of 7,250,000 stock options representing 9.9% of the outstanding common shares of the Company.

CALIFORNIA LAKE ANNIVERSARY OPTION PAYMENT

The Company also announces that it has made payments under its option to Purchase 100% of California Lake and Canoe Landing Lake East mineral projects, dated April 25, 2022 (the "**Property Option.**") The Property Option and payments were previously announced on April 26, 2022.

The Company has issued 333,334 common shares at a deemed price of \$0.075 *per share*, in accordance with the Property Option. The Optionors and the Company have agreed to convert the \$30,000 cash payment owing under the Property Option to 400,000 common shares at a deemed price \$0.075 *per share*.

All securities issued will be subject to a four month and a day hold period.

Kindred is entirely arm's length to the Company. Kindred may be contacted at 1221 Homer Street, Vancouver, BC, V6B 1C5, +1.587.433.0968, courtney@kindredir.com.

About Nine Mile Metals Ltd.:

Nine Mile Metals Ltd. is a Canadian public mineral exploration Company focused on VMS (Cu, Pb, Zn, Ag and Au) exploration in the renowned Bathurst Mining Camp (BMC), located in New Brunswick, Canada. The Company's primary business objective is to explore its four VMS Projects: Nine Mile Brook VMS Project, California Lake VMS Project, the Canoe Landing Lake (East - West) VMS Project, and the Wedge Mine Project. The Company is focused on critical minerals exploration, positioning itself for the boom in EV and green technologies requiring copper, silver, lead, and zinc with a hedge on gold.

Social Media

Twitter/X: [@NineMileMetals](https://twitter.com/NineMileMetals)

LinkedIn: [Nine Mile Metals](https://www.linkedin.com/company/nine-mile-metals)

Facebook: [@NineMileMetals](https://www.facebook.com/NineMileMetals)

Instagram: [Nine Mile Metals](https://www.instagram.com/ninemilemetals)

Youtube: [@ninemilemetals](https://www.youtube.com/channel/UCninemilemetals)

ON BEHALF OF NINE MILE METALS LTD.

"Patrick J Cruickshank, MBA"

CEO and Director

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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) Kindred will provide the services as described above and will be granted the 200,000 stock options. 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.



To view the source version of this press release, please visit <https://www.newsfilecorp.com/release/204582>