

**FORM 51-102F3
MATERIAL CHANGE REPORT**

1. Name and Address of Company

Battery X Metals Inc.
1500 - 701 West Georgia Street
Vancouver, BC V7Y 1C6

2. Date of Material Change

July 6, 2023

3. News Release

The Company disseminated a news release announcing the material change described herein through the news dissemination services of Newsfile Corp. on July 6, 2023, and a copy was subsequently filed on SEDAR.

4. Summary of Material Change

StraightUp Resources Inc. changed its name to Battery X Metals Inc. (the “**Company**”) effective July 6, 2023 (the “**Name Change**”) and implemented a share consolidation of its common shares on a three (3) for one (1) basis (the “**Share Consolidation**”) and a change to its trading symbol from “ST” to “BATX”.

The Company’s new CUSIP number is 07135M104 and ISIN is CA07135M1041. Letters of transmittal describing the process by which shareholders may obtain new share certificates or Direct Registration System (DRS) Advices representing their consolidated common shares will be mailed to registered shareholders. Shareholders who hold their shares through a broker or other intermediary and do not have shares registered in their name will not be required to complete a letter of transmittal. The letter of transmittal has been filed under the Company’s profile on SEDAR at www.sedar.com.

Pursuant to the provisions of the Business Corporations Act (British Columbia) and the Articles of the Company, the Name Change and Share Consolidation were approved by way of resolutions passed by the board of directors of the Company.

5.1 Full Description of Material Change

Please see the news release attached as Schedule “A” for a full description of the material change.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

This report is not being filed on a confidential basis.

7. Omitted Information

No information has been omitted.

8. Executive Officer

For further information, please contact Mark Brezer, President, Chief Executive Officer and Director of the Company, at telephone number 604-989-6275

9. Date of Report

July 14, 2023