

**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

September 3, 2024

3. News Release

The Company disseminated a news release announcing the material change described herein through the news dissemination services of Stockwatch on September 3, 2024, and a copy was subsequently filed on SEDAR+.

4. Summary of Material Change

Battery X Metals Inc. (the “**Company**”) announced that it closed the first tranche of its previously announced non-brokered private placement (the “**Private Placement**”) for aggregate gross proceeds of \$135,000.00. Pursuant to the first tranche of the Private Placement, the Company issued 1,350,000 units (each, a “**Unit**”) at a price of \$0.10 per Unit. Each Unit consists of one (1) common share (each, a “**Share**”) and one (1) common Share purchase warrant (each, a “**Warrant**”). Each Warrant is exercisable into one (1) Share at an exercise price of \$0.10 until September 3, 2026.

The Company intends to use approximately \$60,000 of the proceeds raised from the Private Placement for general working capital purposes, and approximately \$75,000 for current and anticipated payables.

The securities issued under the Private Placement are subject to a statutory hold period in accordance with applicable securities laws of four months and one day from the date of issue, expiring January 4, 2025.

No finder’s fees will be paid in connection with the Private Placement.

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 Massimo Bellini Bressi, Chief Executive Officer and Director of the Company, at telephone number (604) 989-6275.

9. Date of Report

September 12, 2024

Schedule “A”



NOT FOR DISTRIBUTION TO UNITED STATES NEWSWIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES

Battery X Metals Announces Closing of First Tranche of Non-Brokered Private Placement

VANCOUVER, British Columbia – September 3, 2024 – **Battery X Metals Inc. (CSE:BATX) (OTCQB:BATX) (FSE:ROW, WKN:A3EMJB)** (“**Battery X Metals**” or the “**Company**”) announces it has closed the first tranche of its previously announced non-brokered private placement (the “**Private Placement**”) for aggregate gross proceeds of \$135,000. Pursuant to the Private Placement, the Company has issued 1,350,000 units (each, a “**Unit**”) at a price of \$0.10 per Unit. Each Unit will consist of one (1) common share (each, a “**Share**”) and one (1) common Share purchase warrant (each, a “**Warrant**”). Each Warrant is exercisable into one (1) Share at an exercise price of \$0.10 until September 3, 2026. The remainder of the Private Placement may close in one or more additional tranches.

The Company intends to use approximately \$60,000 of the proceeds raised from the Private Placement for general working capital purposes, and approximately \$75,000 for current and anticipated payables.

The securities issued under the Private Placement will be subject to a statutory hold period in accordance with applicable securities laws of four months and one day from the date of issue, expiring January 4, 2025. No finder’s fees will be paid in connection with the Private Placement.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy securities in the United States, nor shall there be any sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful. The securities being offered have not been, nor will they be, registered under the U.S. Securities Act of 1933, as amended (the “**1933 Act**”), or under any U.S. state securities laws, and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the 1933 Act and applicable state securities laws.

About Battery X Metals Inc.

Battery X Metals Inc. (CSE:BATX) (OTCQB:BATXF) (FSE:ROW, WKN:A3EMJB) is dedicated to advancing the clean energy transition through the development of proprietary lithium-ion battery technologies and exploring domestic battery and critical metals resources. The Company and its portfolio companies focus on testing and extending electric vehicle (EV) battery lifespan, recovering valuable battery metals from end-of-life lithium-ion batteries, and exploring domestic battery and critical metals resources.

Battery X Metals owns 49% of Lithium-ion Battery Renewable Technologies Inc. (LIBRT), which develops technology to improve EV battery longevity and health diagnostics. LIBRT holds the exclusive North American license for BatteryMap AI, an AI model with a comprehensive patent portfolio for precise battery monitoring and prediction, extensively trained on vast amounts of real-world data.

The Company's wholly-owned subsidiary, Battery X Recycling Technologies Inc., in collaboration with the University of British Columbia (UBC), pioneers advanced EV battery metal recovery technologies. With a focus on recovering battery-grade metals, including lithium, nickel, cobalt, manganese, copper, and graphite, from the residual material of shredded lithium-ion batteries known as black mass, utilizing an eco-friendly proprietary froth flotation separation process.

Battery X Metals' Y Lithium Project in Northern Saskatchewan spans 5,855 hectares and shows significant potential for lithium-cesium-tantalum pegmatites. The Company also owns the Nunavik, QC Leaf River Project, and the Abitibi, QC Reservoir-Dozios Project, each covering approximately 3,500 hectares and located near key lithium exploration sites. Additionally, Battery X Metals holds The Belanger Property located in one of Canada's most prolific gold mining districts, Red Lake, Ontario. Battery X Metals also holds an equity stake in Premier Silver Corp., which owns the Mallay Mine & Processing Plant in Peru. This diversification enhances Battery X Metals' portfolio, offering opportunities in both battery and precious metals sectors.

On Behalf of the Board of Directors

Massimo Bellini Bressi, Director

For further information, please contact:

Massimo Bellini Bressi
Chief Executive Officer
Email: mbellini@batteryxmetals.com
Tel: (604) 741-0444

Neither the CSE nor its Market Regulator (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release).

Forward-Looking Information

This news release includes certain statements and information that may constitute forward-looking information within the meaning of applicable Canadian securities laws. Forward-looking statements relate to future events or future performance and reflect the expectations or beliefs of management of the Company regarding future events. Generally, forward-looking statements and information can be identified by the use of forward-looking terminology such as "intends" or "anticipates", or variations of such words and phrases or statements that certain actions, events or results "may", "could", "should", "would" or "occur". This information and these statements, referred to herein as "forward-looking statements", are not historical facts, are made as of the date of this news release and include without limitation, statements regarding discussions of future plans, estimates and forecasts and statements as to management's expectations and intentions with respect to, among other things, the expected use of proceeds from the Private Placement.

In making the forward-looking statements in this news release, the Company has applied several material assumptions, including without limitation, the assumption that the Company will use the proceeds from the Private Placement as anticipated.