

**51-102F3
MATERIAL CHANGE REPORT**

Item 1 Name and Address of Company

Zinc8 Energy Solutions Inc. (the “Company”)
#1 - 8765 Ash Street
Vancouver, BC V6P 6T3

Item 2 Date of Material Change

November 14, 2021

Item 3 News Release

The news release was disseminated on November 18, 2021 through ACCESSWIRE.

Item 4 Summary of Material Change

The Company announced it has named Tom Hodgson to its Board of Directors effective immediately.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announced it has named Tom Hodgson to its Board of Directors effective immediately.

See attached new release with respect to the matter described above.

5.2 Disclosure for Restructuring Transactions

N/A

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

Contact: Ron MacDonald, Chief Executive Officer
Telephone: 604.366.5918

Item 9 Date of Report

November 18, 2021



Zinc8 Energy Solutions Announces the Appointment of Thomas Hodgson to its Board of Directors

Vancouver, British Columbia, Canada – November 18th, 2021 Zinc8 Energy Solutions Inc. (“**Zinc8**” or the “**Company**”) (**CSE: ZAIR / OTC: ZAIRF / FSE: 0E9**) is pleased to announce it has named Tom Hodgson to its Board of Directors effective immediately.

Mr. Hodgson is a senior corporate executive with an impressive track record in international capital markets and mergers and acquisitions in Canada, the US, and the U.K. He brings to Zinc8 over 30 years of senior management experience with a significant knowledge of strategy, capital markets, and the renewable energy sector.

Mr. Hodgson is Chairman of Greenbrook Capital Partners Inc., a strategic advisory firm focused on investing in promising early-stage companies primarily involved in clean energy and technology. He has held senior management positions with, and served on the boards of, several public companies listed in Canada, the US, and the UK. In the financial sector, Mr. Hodgson has held senior positions including President and CEO of Central Guaranty Trust, Executive Vice-President of The Canada Permanent Mortgage Corporation and Vice-President of Policy and Planning at Canadian Imperial Bank of Commerce.

Most recently, Mr. Hodgson was the Chief Executive Officer and Director of Lithium Americas Corp. (TSX: LAC), a leading development-stage lithium producer, until his retirement in May of 2019. He served as the Executive Chairman of LAC from 2012 through 2015, and was then named as Chief Executive Officer following the merger of Lithium Americas and Western Lithium Corp. He was instrumental in building Lithium Americas into a leading emerging lithium producer with two world class assets in Argentina and Nevada, negotiating joint venture agreements with strategic investors, raising capital to fund development, and leading the up-listing of the company onto the New York Stock Exchange.

“Tom’s wealth of experience in clean energy and technology is a tremendous asset to the Board of Directors of Zinc8,” said Ron MacDonald, President and CEO. “His years building a lithium-mining company to provide green energy storage provided him with a deep understanding of the energy storage market, and his history of providing strategic management and financial advice to early-stage growth companies will be invaluable as we move towards full commercialization of the Zinc8’s unique energy storage technology.”

Zinc8 Energy Solutions focuses on developing and commercializing its low-cost, long duration ZESS for utilities, microgrid, and Commercial & Industrial markets. By using the patented ZESS as a standalone or an enabling technology, it allows opportunities for peak demand reduction, time-of-use arbitrage, and participation in both the value stacking programs and the distributed long-duration energy storage space, all in conjunction with the opportunity for a significant reduction in carbon footprint. The long duration (8-100+ hours) ZESS has no fire and explosion risk, has no capacity fade over extensive lifetime, and offers complete charge operational flexibility.

About Zinc8 Energy Solutions Inc. Zinc8 has assembled an experienced team to execute the development and commercialization of a dependable low-cost zinc-air battery. This mass storage system offers both environmental and efficiency benefits. Zinc8 strives to meet the growing need for secure and reliable power. To learn more about Zinc8's technology, please visit: <https://zinc8energy.com>



More about the Zinc8 Energy Storage System (ESS)

The *Zinc8* ESS is a modular Energy Storage System designed to deliver power in the range 20kW - 50MW with capacity of 8 hours of storage duration or higher. With the advantage of rechargeable zinc-air flow battery technology, the system can be configured to support a wide range of long-duration applications for microgrids and utilities. Since the energy storage capacity of the system is determined only by the size of the zinc storage tank, a very cost-effective and scalable solution now exists as an alternative to the fixed power/energy ratio of the lithium-ion battery.

Technology

The *Zinc8* ESS is based upon unique patented zinc-air battery technology. Energy is stored in the form of zinc particles, similar in size to grains of sand. When the system is delivering power, the zinc particles are combined with oxygen drawn from the surrounding air. When the system is recharging, zinc particles are regenerated, and oxygen is returned to the surrounding air.

Applications

The flexibility of the *Zinc8* ESS enables it to service a wide range of applications. Typical examples include:

- Smoothing energy derived from renewable sources such as wind and solar
- Commercial/Industrial backup replacing diesel generators
- Industrial and grid scale, on-demand power for peak shaving and standby reserves
- Grid-scale services such as alleviating grid congestion, deferring transmission/distribution upgrades, energy trading and arbitrage, and increasing renewable energy penetration.

Architecture

The *Zinc8* ESS is designed according to a modular architecture that enables a wide variety of system configurations to be created from a small number of common subsystems. Each subsystem implements a single element of the technology:

- The Zinc Regeneration Subsystem (ZRS) provides the recharging function
- The Fuel Storage Subsystem (FSS) provides the energy storage function
- The Power Generation Subsystem (PGS) provides the discharging function

Notice Regarding Forward Looking Statements

All statements and disclosures, other than those of historical fact, which address activities, events, outcomes, results or developments that Zinc8 Storage anticipates or expects may or will occur in the future (in whole or in part) should be considered forward-looking statements.

Forward looking statements in this press release include that we can execute the development and commercialization of a dependable low cost zinc-air battery; that our mass storage system offers both environmental and efficiency

benefits; and that we can help meet the needs for secure and reliable power. Zinc8 Energy Solutions believes the material factors, expectations and assumptions reflected in the forward-looking statements are reasonable at this time, but no assurance can be given that these factors, expectations and assumptions will prove to be correct. The forward-looking statements included in this news release are not guarantees of future performance. Such forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking statements including, without limitation: that we are not able to raise funds as expected; that our technology fails to work as expected or at all; that our technology proves to be too expensive to implement broadly; that customers do not adapt our products for being too complex, costly, or not fitting with their current products or plans; our competitors may offer better or cheaper solutions for battery storage; general economic, market and business conditions; increased costs and expenses; inability to retain qualified employees; our patents may not provide protection as expected and we may infringe on the patents of others; the completion of our planned private placement or are unable to raise all of the funds we are seeking to raise; and certain other risks detailed from time to time in Zinc8 Energy Solution's public disclosure documents, copies of which are available on the Company's SEDAR profile at www.sedar.com. Readers are cautioned that the foregoing list of factors is not exhaustive and are cautioned not to place undue reliance on these forward-looking statements.

The forward-looking statements contained in this news release are made as of the date hereof and the Company undertakes no obligations to update publicly or revise any forward-looking statements, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws.

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

For more information please contact:

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