

**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 2, 2023

Item 3 News Release

The news release was disseminated on November 3, 2023 through ACCESSWIRE.

Item 4 Summary of Material Change

On November 3, 2023, the Company announced the appointment of Jason Birmingham as Interim President & CEO, and a Director of the Company effective November 2, 2023.

The Company also announced that Sorin Spinu, Chief Financial Officer of the Company, is no longer serving as the Chief Financial Officer of the Company.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

On November 3, 2023, the Company announced the appointment of Jason Birmingham as Interim President & CEO, and a Director of the Company effective November 2, 2023.

The Company also announced that Sorin Spinu, Chief Financial Officer of the Company, is no longer serving as the Chief Financial Officer of the Company.

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: Jason Birmingham, Interim President and CEO
Telephone: 604.558.1408

Item 9 Date of Report

November 6, 2023