

FORM 51-102F3

Material Change Report

1. **Name and Address of Company:**

Arctic Fox Lithium Corp.
#905 - 1030 West Georgia Street
Vancouver, BC
V6E 2Y3

2. **Date of Material Change:**

April 25, 2023

3. **Press Release:**

Please see SEDAR for press release issued through The Newswire on April 25, 2023.

4. **Summary of Material Change:**

Arctic Fox Lithium Corp. announced that it has entered into a property option agreement with Noranda Royalties Inc. to acquire twenty mining claims known as the Delta Lake Lithium project in the James Bay region of Québec.

5. **Full Description of Material Change:**

See Attached News Release "Schedule A".

6. **Reliance on Subsection 7.1(2) of the National Instrument 51-102:**

Nothing in this form is required to be maintained on a confidential basis.

7. **Omitted Information:**

Not applicable.

8. **Executive Officer Knowledgeable of Material Change:**

Harry Chew, President
Telephone: (604) 689-2646

9. **Date of Report:**

April 25, 2023

ARCTIC FOX LITHIUM CORP.

"Harry Chew"

By: _____

President, CEO

(Official Capacity)

Harry Chew

(Please print here name of individual whose signature appears above.)

Schedule “A”



April 25, 2023

Trading Symbol: CSE - AFX
FSE - 7N4

**ARCTIC FOX LITHIUM CORP. ENTERS INTO AN OPTION AGREEMENT TO
ACQUIRE THE DELTA LAKE LITHIUM PROJECT IN THE JAMES BAY REGION OF
QUÉBEC**

VANCOUVER, BRITISH COLUMBIA (April 25, 2023) – Arctic Fox Lithium Corp. (CSE: AFX / FSE: 7N4) (the “**Company**”) is pleased to announce that it has entered into a property option agreement (the “**Agreement**”) dated April 19, 2023 (the “**Effective Date**”) with Noranda Royalties Inc. (“**Noranda**”) to acquire twenty (20) mining claims, covering approximately 1,056 hectares known as the Delta Lake Lithium project (the “**Property**”) in the James Bay region of Québec. Under the terms of the Agreement the Company must issue and incur the following in order to exercise the option:

- (i) issue 400,000 fully paid common shares of the company within thirty (30) days of the Effective Date;
- (ii) issue 500,000 fully paid common shares of the company within one year following the Effective Date; and
- (iii) incur an aggregate of \$200,000 in expenditures on the property within two years following the Effective Date.

In addition, the Property is subject to a 2% NSR (Net Smelter Returns) royalty in favor of Noranda of which the Company has an irrevocable right to purchase 1.5% at any time after the option has been exercised for \$1,000,000.

Mr. Harry Chew, President, CEO and director, commented: “We continue to grow our lithium focused properties in the James Bay region of Québec. Noranda has completed a geological data compilation on the Delta Lake Lithium project which shows 14 outcrops. We feel fortunate to be able to secure this Property as it has all the potential indicators for a lithium resource.”

About Delta Lake

The 1,056 hectare Delta Lake Lithium project is located 55 km southeast of Allkem Ltd. (ASX/TSX:ALLKEM) (“Allkem”) James Bay Lithium Project and 20 km north of Critical Elements Lithium Corp. (TSXV: CRE) (“CEL”) Rose Lithium Project located in northern Québec.

The northwestern portion of the Property contains a lithium prospective zone in a similar geological environment to Allkem’s project. According to the Québec Ministère de l’Énergie et des Ressources Naturelles (“**MERN**”) this zone is characterized by the abundance of S-type pegmatitic granite intrusions, a lithology known for its Be, Li, Nb, and Ta potential. Beryl (a beryllium silicate mineral) is reported in several outcrops within this zone.

Allkem (55 km northwest) is proposing to develop a lithium mine at their James Bay Lithium Project, located adjacent to the Billy Diamond Highway which provides access to key infrastructure in the region. The 2021 Feasibility Study and Maiden Ore Reserve (“FS”) details a 321,000 tonne per year operation utilizing conventional open pit mining. Allkem’s spodumene expertise from the success of its Mt. Cattlin operations in Western Australia has been applied to the design and development of the James Bay Project. The FS suggests that James Bay Project will be the most competitive operation in the region with low capital and operating costs. Shallow, high-grade mineralization with favourable infrastructure also supports the low-cost operation. Allkem has published a mineral resource estimate of 40.3 Mt @1.40% Li₂O ([FS summary here](#)) and mineralization is still open.

CEL’s Rose Lithium-Tantalum mine (20 km south) is anticipated to start production in approximately 21 months. The mine will excavate a total of 26.3M tonnes ore grading an average of 0.87% Li₂O and 138 ppm Ta₂O₅ after dilution. The mill will process 1.61M tonnes of ore per year to produce an annual average of 224,686 tonnes of technical and chemical grade spodumene concentrates and 441 tonnes of tantalite concentrate. The ore is contained in several parallel and continuous shallow dipping pegmatite dykes outcropping on surface. The ore zones are open at depth and a future underground operation is possible. Over the life of mine, the open pit will excavate a total of 182.4M tonnes of waste rock and 10.9 M tonnes of overburden. The average strip ratio is 7.3 tonnes of waste per tonne of ore. ([CEL website](#)).

References to adjacent properties:

55 km Northwest: Allkem Ltd. James Bay Lithium:

The technical report entitled “NI 43-101 Technical Report Feasibility Study James Bay Lithium Project Quebec, Canada” prepared by G Mining Services and dated January 11, 2022.

20 km South: Critical Elements Lithium Corp. Rose Lithium-Tantalum:

The technical report entitled “Rose Lithium-Tantalum Project Feasibility Study NI 43-101 Technical Report” prepared by WSP Canada Inc. and dated July 26, 2022.

For further information, please contact:

Harry Chew, President, CEO
Phone: (604) 689-2646

On behalf of the Board of Directors,

“Harry Chew”

Harry Chew
President & CEO
Arctic Fox Lithium Corp.

Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this press release.

** This news release contains information about adjacent properties on which Arctic Fox has no right to explore or mine. Readers are cautioned that mineral deposits on adjacent properties are not indicative of mineral deposits on the Company’s properties.*

The technical information contained within this News Release has been reviewed and approved by Gerald G. Carlson, Ph.D., P.Eng., Director of Arctic Fox and Qualified Person as defined in National Instrument 43-101 Standards of Disclosure for Mineral Projects.

Forward-Looking Information: This release includes certain statements that may be deemed "forward-looking statements". All statements in this release, other than statements of historical facts, that address any activities and events or developments that Arctic Fox Lithium Corp. ("**Arctic Fox**") expects to occur, are forward-looking statements. Although Arctic Fox believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those forward-looking statements. Forward-looking statements in this press release include, but are not limited to, statements relating to: the future expenditures and share issuances relating to the option agreement described in this press release; potential benefits of the acquisition described in this press release; and the future potential of and the exploration on the properties described in this press release. Factors that could cause actual results to differ materially from those in forward looking statements include uncertainty with respect to the results of future exploration and the ability to conduct any exploration activities on the properties described in this press release; failure of the Company to exercise the option described in this press release; market prices; disruptions relating to the COVID-19 pandemic; and continued availability of capital and financing and general economic, market or business conditions. These statements are based on a number of assumptions including, among other things, assumptions regarding general business and economic conditions; and the Company having sufficient resources to be able to conduct anticipated exploration activities. Investors are cautioned that any such statements are not guarantees of future performance and actual results or developments may differ materially from those projected in the forward-looking statements. Arctic Fox does not assume any obligation to update or revise its forward-looking statements, whether as a result of new information, future events or otherwise, except as required by applicable law.