

Form 51-102F3
MATERIAL CHANGE REPORT

ITEM 1 Reporting Issuer

EUREKA LITHIUM CORP. ("Eureka" or the "Company")
Suite 2700 – 1133 Melville Street
Vancouver, British Columbia V6E 4E5

ITEM 2 Date of Material Change

October 25, 2023

ITEM 3 News Release

A new release setting out information relating to the material change described herein was issued by the Company on October 25, 2023, disseminated through the facilities of Newsfile Corp. and filed on Sedar Plus.

ITEM 4 Summary of Material Change

The Company announced, further to its news release of October 6, 2023, that it has closed a non-brokered private placement financing, issuing 2,152,000 units of the Company for gross proceeds of \$1,076,000.

ITEM 5 Full Description of Material Change

See the news release attached.

ITEM 6 Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102

Not Applicable

ITEM 7 Omitted Information

Not Applicable

ITEM 8 Executive Officer

Jeffrey Wilson, Chief Executive Officer
Tel: (604) 558-0335

ITEM 9 Date of Report

November 1, 2023



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EurekaLithiumCorp.com | CSE: ERKA

Eureka Lithium Corp Announces Closing of Private Placement

Vancouver, British Columbia, October 25th, 2023 – Eureka Lithium Corp. (CSE: **ERKA**) (OTC: **SCMCF**) (FSE: **S580**) (“**Eureka Lithium**” or “**Eureka**” or the “**Company**”) is pleased to announce, further to its news release of October 6, 2023, that it has closed a non-brokered private placement financing, issuing 2,152,000 units of the Company (“**Units**”) for gross proceeds of \$1,076,000 (the “**Private Placement**”).

Each Unit consists of one (1) common share in the capital of the Company (“**Share**”) and one-half (1/2) of one (1) Share purchase warrant (“**Warrant**”), with each Warrant entitling the holder to purchase a Share at an exercise price of \$0.65 until October 25, 2025.

In connection with closing of the Private Placement, the Company paid cash finder’s fees in the aggregate of \$53,270 and issued a total of 106,540 finder’s warrants (each, a “**Finder’s Warrant**”). Each Finder’s Warrant is exercisable into a Share at an exercise price of \$0.65 until October 25, 2025. The net proceeds from the Private Placement are intended to be used to advance the Company’s Raglan West, Raglan South and New Leaf Camps, for non-flow through exploration and evaluation expenditures, marketing, advertising and for general and administrative expenditures.

Because the Private Placement was completed pursuant to the LIFE Exemption, certain securities issued in connection with the Private Placement will not be subject to resale restrictions in accordance with applicable Canadian securities laws.

An amended and restated offering document dated October 23, 2023 relating to the Private Placement, amending and restating the offering document dated October 6, 2023, was posted under the Company’s profile at www.sedarplus.ca, on the Company’s website at www.eurekalithiumcorp.com, and was delivered to prospective subscribers prior to closing of the Private Placement.

The securities described herein have not been and will not be registered under the United States Securities Act of 1933, as amended, or any U.S. state securities laws, and may not be offered or sold in the United States absent registration or available exemptions from such registration requirements. This press release does not constitute an offer to sell or a solicitation of an offer to buy any securities in the United States, or in any jurisdiction in which such offer, solicitation or sale would be unlawful.

Corporate Video

To view a new Eureka Lithium corporate video, visit www.EurekaLithiumCorp.com (<https://eurekalithiumcorp.com>) or the following URL:

<https://www.youtube.com/watch?v=9Vvm0zfNFp4>

Corporate Presentation

Visit the Eureka Lithium homepage or click on the following URL to view the Company's Corporate Presentation:

https://eurekalithiumcorp.com/EurekaLithium_Q3_2023.pdf

About Eureka Lithium Corp.

Eureka Lithium is the largest lithium-focused landowner in the northern third of Quebec, known as the Nunavik region, with 100% ownership of three projects comprising 1,408 sq. km in the emerging Raglan West, Raglan South and New Leaf Lithium Camps. These claims were acquired from legendary prospector Shawn Ryan and are located in a region that hosts two operating nickel mines with deep-sea port access.

For more information please contact:

Jeffrey Wilson

Chief Executive Officer

Email: info@eurekalithiumcorp.com

Cautionary Statement

Certain statements contained in this news release, including statements which may contain words such as "expects", "anticipates", "intends", "plans", "believes", "estimates", or similar expressions, and statements related to matters which are not historical facts, such as statements regarding the use of proceeds from the Private Placement, are forward-looking information within the meaning of applicable securities laws. Such forward-looking statements reflect management's expectations and are based on certain factors and assumptions and involve known and unknown risks and uncertainties which may cause the actual results, performance, or achievements to be materially different from future results, performance, or achievements expressed or implied by such forward-looking statements. These factors should be considered carefully, and readers should not place undue reliance on the Company's forward-looking statements. The Company believes that the expectations reflected in the forward-looking statements contained in this news release are reasonable, but no assurance can be given that these expectations will prove to be correct. The Company undertakes no obligation to release publicly any future revisions to forward-looking statements to reflect events or circumstances after the date of this news or to reflect the occurrence of unanticipated events, except as expressly required by law.

The Canadian Securities Exchange (CSE) has not reviewed, approved, or disapproved the contents of this press release.