

FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

T2 METALS CORP. (the “Issuer”)
#1305 - 1090 West Georgia Street
Vancouver, British Columbia V6E 3V7
Phone: (604) 685-9316

2. Date of Material Change

June 25, 2024

3. Press Release

The press release was released on June 27, 2024 through various approved public media and filed with the TSX Venture Exchange and the British Columbia and Alberta Securities Commissions.

4. Summary of Material Change(s)

See attached press release for details.

5. Full Description of Material Change

See attached press release for details.

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

Not Applicable

7. Omitted Information

Not Applicable

8. Officer

Nick DeMare, CFO
Phone: (604) 685-9316

9. Date of Report

June 28, 2024



NOT FOR DISTRIBUTION TO UNITED STATES NEWSWIRE SERVICES OR FOR RELEASE, PUBLICATION, DISTRIBUTION OR DISSEMINATION DIRECTLY OR INDIRECTLY, IN WHOLE OR IN PART, IN OR INTO THE UNITED STATES.

T2 METALS ANNOUNCES CLOSING OF PRIVATE PLACEMENTS TOTALING OVER \$2.9 MILLION

Vancouver, British Columbia – June 27 2024: T2 Metals Corp. ("T2" or the "Company") (TSX-V: TWO) (OTCQB: AGLAF) (WKN: A2DR6E) is pleased to announce final closing of a non-brokered private placement financing (the "**Private Placement**") and a non-brokered Flow Through private placement financing (the "**FT Private Placement**") for a total of \$2,912,400 as announced June 18 2024 and June 14 2024 respectively.

The Private Placement financing raised gross proceeds of \$2,400,000 by issuing a total of 9,600,000 units (each a "**Unit**"), at a price of \$0.25 per Unit. The FT Private Placement raised gross proceeds of \$512,400 by issuing a total of 1,830,000 units (each an FT Unit), at a price of \$0.28 per FT Unit. Each Unit and FT Unit comprised one common share and one-half of a common share purchase warrant. Each whole warrant entitles the holder to purchase an additional common share at a price of \$0.40 for a period of three years from closing.

Certain insiders of the Company participated in the Offering and purchased an aggregate of 654,000 Units and 152,850 FT Units. Participation of the insiders in the Offering constituted a "related party transaction" as defined under Multilateral Instrument 61-101 – Protection of Minority Security Holders in Special Transactions ("MI 61-101"), but was exempt from the formal valuation and minority shareholder approval requirements of MI 61-101, as neither the fair market value of the securities issued to the insider nor the consideration paid by the insider exceeded 25% of the Company's market capitalization. None of the Company's directors expressed any contrary views or disagreements with respect to the foregoing. The Company did not file a material change report 21 days prior to the closing of the Offering as the details of the participation of the insiders of the Company had not been confirmed at that time.

Finders' fees in the amount of \$50,294 cash were paid on a portion of the financings. Proceeds will be used for working capital and exploration.

Mark Saxon, CEO of T2 Metals Corp. said *"This financing was very well supported by management, institutions and existing shareholders, and places the Company on a strong path to continued discovery."*

All securities issued in the Financing are subject to a four-month hold period and to all necessary regulatory approvals, including the final acceptance of the TSX Venture Exchange.

This press release does not constitute an offer to sell or a solicitation of an offer to buy nor shall there be any sale of any of the Shares in any jurisdiction in which such offer, solicitation or sale would be unlawful. The Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), or the securities laws of any state of the United States, and may not be offered or sold in the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S under the U.S. Securities Act) absent registration under the U.S. Securities Act and applicable state securities laws or an exemption from such registration requirements.

About T2 Metals Corp (TSX.V: TWO) (OTC: AGLAF) (WKN: A2DR6E)

T2 Metals Corp is an emerging copper and precious metal company enhancing shareholder value through exploration and discovery. The Company continues to target under-explored areas, including the Sherridon, Lida, Cora and Copper Eagle projects where post-mineralization cover masks areas of high geological prospectivity in the vicinity of major mines.

ON BEHALF OF THE BOARD,

"Mark Saxon"

For further information, please contact:

Mark Saxon
President & CEO

t2metals.com

1305 – 1090 West Georgia St., Vancouver, BC, V6E 3V7
info@t2metals.com

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

Cautionary Note Regarding Forward-Looking Statements

Certain information set out in this news release constitutes forward-looking information. Forward looking statements are often, but not always, identified by the use of words such as "seek", "anticipate", "plan", "continue", "estimate", "expect", "may", "will", "intend", "could", "might", "should", "believe" and similar expressions. Forward-looking statements are based upon the opinions and expectations of management of the Company as at the effective date of such statements and, in certain cases, information provided or disseminated by third parties. Although the Company believes that the expectations reflected in forward-looking statements are based upon reasonable assumptions, and that information obtained from third party sources is reliable, they can give no assurance that those expectations will prove to have been correct. Readers are cautioned not to place undue reliance on forward-looking statements.

These forward-looking statements are subject to a number of risks and uncertainties. Actual results may differ materially from results contemplated by the forward-looking statements. Accordingly, the actual events may differ materially from those projected in the forward-looking statements. Such risks include uncertainties relating to exploration activities. When relying on forward-looking statements to make decisions, investors and others should carefully consider the foregoing factors and other uncertainties and should not place undue reliance on such forward-looking statements. The Company does not undertake to update any forward-looking statements, except as may be required by applicable securities laws.