

FORM 51-102F3
SECURITIES ACT
MATERIAL CHANGE REPORT

Item 1 Name and address of Company

TEARLACH RESOURCES LIMITED
Suite 610 - 700 W. Pender Street
Vancouver, BC
V6C 1G8

Item 2 Date of Material Change:

June 8, 2023

Item 3 News Release

News Release dated June 8, 2023, disseminated under section 7.1 of National Instrument 51-102

Item 4 Summary of Material Change

See attached News Release.

Item 5 Full Description of Material Change

See attached News Release.

Item 6 Reliance on Section 7.1(2) OR (3) OF National Instrument 51-102

The Company is not relying on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

There is no omitted information.

Item 8 Executive Officer

Charles Ross, CEO of the Company, is knowledgeable about the material change and this report. He can be contacted by telephone at (604) 688-5007 or by email at chuck@tearlach.ca.

Item 9 Dated at Vancouver, British Columbia, June 8, 2023

“Charles Ross”
Director and CEO

TEARLACH

Tearlach's Gabriel Project, Nevada, Lithium Re-assays Higher than Original

VANCOUVER, BRITISH COLUMBIA, June 8, 2023, Tearlach Resources Limited (TSXV: TEA) (OTC: TELHF) (FRANKFURT: V44) ("Tearlach" or the "Company") reports pulp re-assay results for six (6) TN22 rotary drill holes (010 – 015) drilled by Blackrock Silver (BRS), in 2022, at the Gabriel Project in Tonopah, Nevada. These re-assay results confirm the lithium mineralization intersected in the BRS-drilled holes, with re-assay results 14 – 33% higher than the original assays and individual grades up to 1,660 ppm lithium.

TN22 Re-Assay Highlights:

- A lithium intercept (minimum 15 feet (4.6m) interval at a 400 ppm cutoff grade) has been intersected in five (5) of the six (6) TN22 holes reported here,
- Longest intercept of lithium mineralization for the six (6) holes is 130 feet (39.6m): Hole TN22-011,
- Highest primary intercept grade is 836 ppm Li over 70 feet (21.3m): Hole – TN22-012,
- Highest grade for an "Included intercept" is 984 ppm Li over 40 feet (12.2m), including 1,660 ppm: Hole TN22-012,
- Highest value for the reported six (6) holes is 1,600 ppm lithium: TN-012,
- Re-assay primary intercept values are 14 – 33% higher than the corresponding intercept values for the original TN22 assays,
- Expands Tearlach defined mineralization to the southwest.

"The TN22 re-assay program contributes valuable data to the Gabriel Phase 1 drill database, confirming consistently higher assay grades compared to the original drilling. These re-assays significantly enhance data density in specific areas of the Gabriel property and expand the zone of defined mineralization to the southwest," explained David C. Flint, Director.

Technical Information:

The table below reports the summary TN22 pulp re-assay results for holes TN-010 through -015. BRS also conducted a limited pulp re-assay program (49 samples) in October 2022. The original pulps were also re-assayed at the ALS Laboratory Reno NV according to the same analytical procedures as the current TEA re-assay program. These BRS pulp re-assay program results were, on average, 31% higher than the original assays. That BRS re-assay data, accordingly, has been combined with the TEA re-assay data for this report. All re-assay intercepts are higher grade (14-33%) than the corresponding original assay intercept.

- BRS drilled TN22-010 at a location that is southwest of the Gabriel drill pattern. The hole was drilled on a westerly azimuth at an inclination of -75 degrees to a depth of 2,500 feet (762m - see collar file below). The re-assay data indicates a modest thickness and grade of lithium mineralization.
- TN22-011 & TN22-012 were drilled from the same drill site as GAB-006 (a vertical hole). Hole 011 was drilled in a northerly direction at an inclination of -50 degrees to a depth of 505 feet (154m). The re-assay data indicates that the hole intersected two (2) zones of lithium, with the deeper intercept being of greater length and grade. Hole 012 was drilled southward at an inclination of -50 degrees. The re-assay data indicates that this hole also intersected two intervals of lithium mineralization, with the deeper intercept being of greater length and grade. The results from these two holes compare well to GAB-006: primary intercept of 77.9 feet (23.7m) at 707 ppm Li.

- TN22-013 was drilled from the same drill site as GAB-004 (a vertical hole). The hole was drilled northerly at an inclination of -50 degrees. The re-assay data indicates that the hole intersected 55 feet of lithium mineralization, grading 559 ppm (highest individual value at 1,100 ppm). The TN22-013 results compare reasonably well to the GAB-004 results: primary intercept of 27.1 feet (8.3m) at 703 ppm Li.
- TN22-014 was drilled from the same drill site as GAB-005. The hole was drilled northerly at an inclination of -50 degrees. The re-assay data indicates that the hole intersected two (2) narrow zones of lithium mineralization.
- BRS drilled TN22-015 (southern portion of the property) between TN22-010 and -013. The hole was drilled northerly at an inclination of -50 degrees. The re-assay data indicates that the hole did not intersect a minimum 15 feet interval of lithium mineralization at a cut-off grade of 400 ppm.

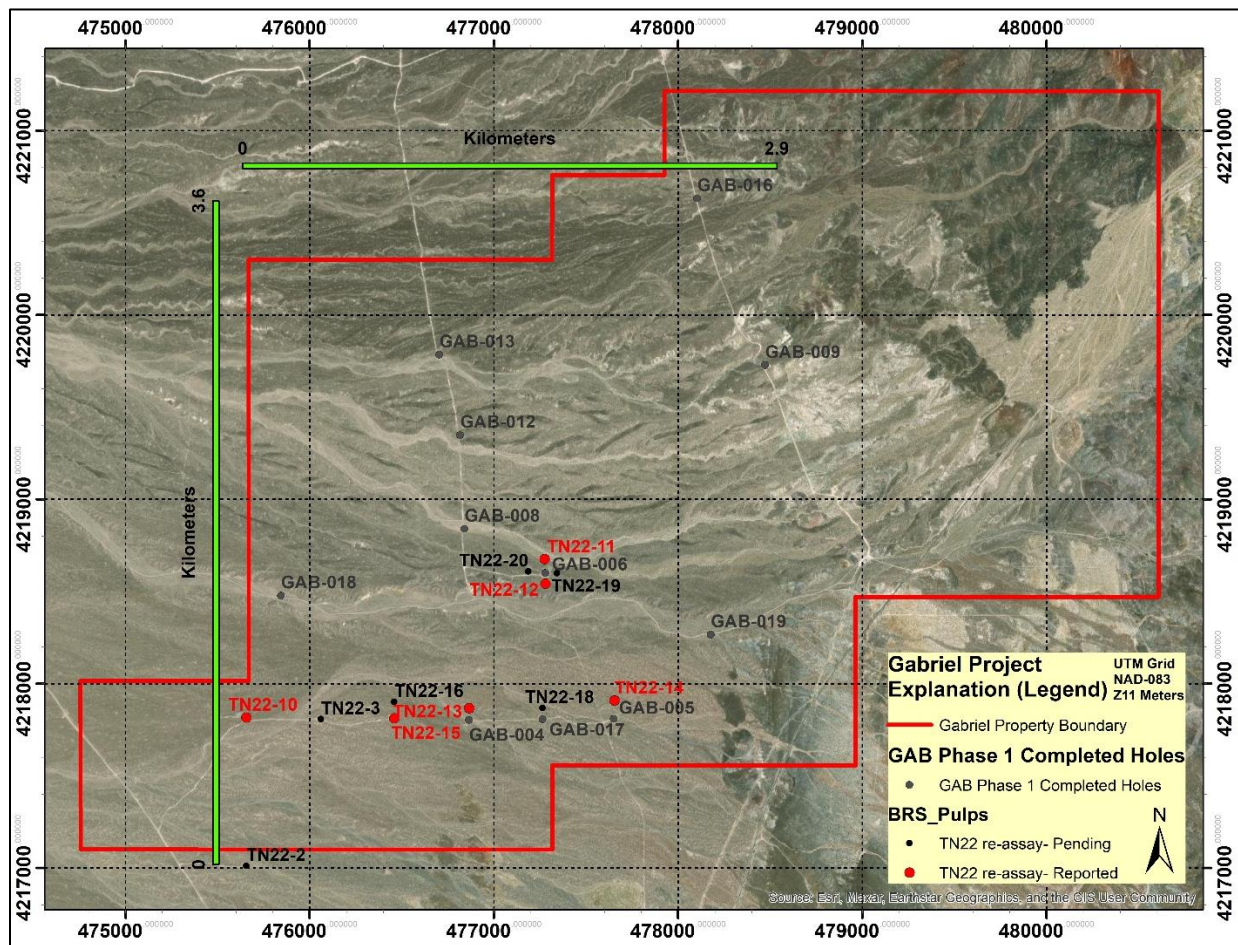
Assays are pending for an additional six (6) holes and include TN22-002, which is just south of the Gabriel property boundary on lands that remain under the control of BRS. Although not drilled on the Gabriel property, this re-assay data will be used to calculate block grades in the Gabriel model in an area where there is no GAB drilling.

Gabriel-Blackrock Silver Re-assay Results						
TEA + BRS Re-assay by ALS Laboratory Comparison						
				Re-assay	Original	Re-assay
<u>Hole</u>	<u>From, ft</u>	<u>To, ft</u>	<u>Interval</u>	<u>Li, ppm</u>	<u>Li, ppm</u>	<u>% Higher</u>
TN22-010	75	90	15	420	315.8	33%
Highest value	75	80	5	450	331.2	36%
TN22-011	155	190	35	451	376.2	20%
&	230	360	130	744	586.4	27%
Including	280	345	65	884	686.9	29%
Highest value	295	300	5	1070	838.3	28%
TN22-012	125	140	15	437	384.4	14%
&	205	275	70	836	676.2	24%
Including	235	275	40	984	780.1	26%
Highest value	240	245	5	1660	1217.4	36%
TN22-013	150	205	55	559	451.4	24%
Highest value	190	195	5	1100	822	34%
TN22-014	300	330	30	618	501.0	23%
&	390	405	15	700	580.9	20%
Highest value	320	325	5	880	679.1	30%
TN22-015	no intercept					
Highest value	90	95	5	460	210.6	118%

Notes: 1) Minimum 15 feet at 400 ppm Li cut-off grade for intercepts

Black Rock Silver Hole Collar Data, Re-Assays Reported							
UTM, NAD-083 Z11, meters							
Hole	Easting	Northing	Elevation, m	Azimuth	Incl.	depth, m	depth, ft
TN22-010	475,656	4,217,815	1708.3	270	-75	762	2500
TN22-011	477,275	4,218,601	1748.7	0	-50	154	505
TN22-012	477,280	4,218,599	1748.7	180	-50	227	745
TN22-013	476,865	4,217,816	1738.3	0	-50	183	600
TN22-014	477,654	4,217,819	1761	0	-50	152	500
TN22-015	476,459	4,217,811	1728.6	0	-90	213	700

Location Map of GAB Drill Holes and Proposed BRS TN-22 Holes to Re-assay



Qualified Person:

Mr. David Flint, CPG with AIPG., Director of Tearlach Resources Limited and President of the subsidiary Pan Am Lithium (Nevada) Corp, and a Qualified Person as defined by National Instrument 43-101 – Standards of Disclosure for Mineral Projects, has reviewed and approved the scientific and technical information contained in this news release.

About Tearlach:

Tearlach, a member of the TSX Venture 50, is a Canadian exploration company engaged in acquiring, exploring, and developing lithium projects. Tearlach is focused on advancing its flagship Gabriel Project in Tonopah, Nevada, bordering American Lithium's TLC Deposit, and has completed 11 drill holes on the Gabriel Property. Tearlach has three lithium assets in Ontario: Final Frontier, Georgina Stairs and New Frontier. Final Frontier is located adjacent to and near Frontier Lithium's PAK lithium deposit north of Red Lake. Georgina Stairs is located northeast of Rock Tech Lithium's Georgia Lake deposit near Beardmore. Tearlach has two lithium assets in Quebec: Rose-Fliszar-Muscovite Project in the James Bay area and Shelby Project adjacent to and near Patriot Battery Metals' Corvette lithium project and Winsome Resources' Cancet and Adina lithium projects. Tearlach also has the Savant Property, an exploration stage Gold-Silver-Copper Property, in Northwestern Ontario. Tearlach's primary objective is to position itself as North America's leading lithium exploration and development company. For more information, please get in touch with the Company at info@tearlach.ca or visit our website at www.tearlach.ca for project updates and related background information.

**ON BEHALF OF THE BOARD OF DIRECTORS,
TEARLACH RESOURCES LIMITED**

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Forward-looking statements

This press release contains forward-looking statements and forward-looking information within the meaning of Canadian securities laws (collectively, "forward-looking statements"). Statements and information that are not historical facts are forward-looking statements. Forward-looking statements are frequently, but not always, identified by words such as "expects", "anticipates", "believes", "intends", "estimates", "potential", "possible" and similar expressions or statements that events, conditions or results "will", "may", "could" or "should" occur or be achieved. Forward-looking statements and the assumptions made in respect thereof involve known and unknown risks, uncertainties, and other factors beyond the Company's control. Forward-looking statements in this press release include statements regarding beliefs, plans, expectations or intentions of the Company. Mineral exploration is highly speculative and characterized by several significant risks, which even a combination of careful evaluation, experience and knowledge may not eliminate. Forward-looking statements in this press release are made as of the date herein. Although the Company believes that the assumptions and factors used in preparing the forward-looking statements in this press release are reasonable, undue reliance should not be placed on such statements. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements, whether as a result of new information or future events or otherwise, except as may be required by law.

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