

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

**Enerev5 Metals Inc.
110 Yonge Street, Suite 1601
Toronto, ON M5C 1T4**

Item 2 Date of Material Change

January 23, 2026

Item 3 News Release

The press release attached as Schedule "A" was released on January 22, 2026, through an approved Canadian newswire service.

Item 4 Summary of Material Change

The material change is described in the press release attached as Schedule "A".

Item 5 Full Description of Material Change

The material change is described in the press release attached as Schedule "A".

Item 6 Reliance of subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Inquires in respect of the material change referred to herein may be made to:

Errol Farr, President & CEO

Phone: 647-296-1270

Email: efarr001@icloud.com

Item 9 Date of Report

January 23, 2026

SCHEDULE “A”



Enerev5 Metals Inc. Announces Upsize to its Non-Brokered Private Placement to \$445,000 and Upsize to its Securities-for-Debt Transaction to \$201,000

/NOT FOR DISSEMINATION IN THE UNITED STATES OF AMERICA OR THROUGH U.S. NEWSWIRE SERVICES

Toronto, Ontario – January 22, 2026 – Enerev5 Metals Inc. (TSX-V: ENEV) (“Enerev5” or the “Company”) is announces that it is increasing the size of the non-brokered private placement (the “**Offering**”) and securities for debt transaction (the “**Debt Settlement**”) first announced January 19, 2026. Pursuant to the amended terms of the Offering, the Company now intends to offer up to 44,500,000 units (the “**Units**”) at a price of \$0.01 per Unit for gross proceeds of up to \$445,000. Each Unit will consist of one common share of the Company (the “**Shares**”) and one Share purchase warrant (the “**Warrant**”). Each Warrant will entitle the holder, to acquire one Share at an exercise price of \$0.05 per Warrant for a period of five years following the closing date of the Offering. The proceeds of the Offering will be used for general corporate and working capital purposes and project review and acquisition costs.

Pursuant to the amended terms of the Debt Settlement, the Company now intends to settle up to \$200,920 in liabilities through the issuance of up to 20,092,000 Units at a price of \$0.01 per Unit. Non-Arm’s Length Parties (as that term is defined in the policies of the TSX Venture Exchange (the “**Exchange**”)) that participate in the Debt Settlement shall settle eligible debt through the issuance of Shares at a price of \$0.01 per Share.

Completion of the Debt Settlement will be subject to customary closing conditions, including the receipt of all necessary approvals including that of the Exchange. All securities issued and issuable will be subject to a statutory hold period of four months and one day, in accordance with applicable Canadian securities laws. The Company may pay a commission to eligible finders in connection with the Offering and in compliance with applicable laws and subject to Exchange approval.

This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities described in this news release in the United States. The securities offered have not been and will not be registered under the United States Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or applicable exemption from the registration requirements.

About Enerev5 Metals Inc.

Enerev5 Metals Inc. (TSX-V: ENEV) is a Canadian exploration company focused on the identification and development of critical battery metals projects in stable, mining-friendly jurisdictions. The Company’s strategy is to build a portfolio of early-stage assets that have the potential to supply ethically-sourced metals essential to the global transition to clean energy. Enerev5 is currently advancing lithium exploration in northeastern Nevada and continues to evaluate additional opportunities in high-potential jurisdictions to support its long-term growth objectives.

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. For further information please contact:

Enerev5 Metals Inc.
Errol Farr, President and CEO
Email: efarr001@icloud.com
Tel: 647-296-1270

Forward-Looking Statements

This news release contains “forward-looking statements” or “forward-looking information” (collectively, “forward-looking statements”) within the meaning of applicable securities legislation. All statements, other than statements of historical fact, are forward-looking statements and are based on expectations, estimates and projections as of the date of this news release. Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions or future events or performance (often, but not always, identified by words or phrases such as “expects”, “is expected”, “anticipates”, “believes”, “plans”, “projects”, “estimates”, “assumes”, “intends”, “strategy”, “goals”, “objectives”, “forecasts”, “budget”, “schedule”, “potential”, “possible” or variations thereof or stating that certain actions, events, conditions or results “may”, “could”, “would”, “should”, “might” or “will” be taken, occur or be achieved, or the negative of any of these terms and similar expressions) are not statements of historical fact and may be forward-looking statements. Forward-looking statements include, but are not limited to, statements regarding: completion of the Offering and the Debt Settlement on the terms announced or at all, the use of proceeds from the Offering, the timing and content of upcoming work programs; geological interpretations; timing of the Company’s exploration programs; and estimates of market conditions.

Forward-looking statements are subject to a variety of known and unknown risks, uncertainties and other factors that could cause actual events or results to differ from those expressed or implied by forward-looking statements contained herein. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Certain important factors that could cause actual results, performance or achievements to differ materially from those in the forward-looking statements include, among others: general economic conditions in Canada and globally; industry conditions; governmental regulation of the mining industry, including environmental regulation; geological, technical and drilling problems; unanticipated operating events; competition for and/or inability to retain drilling rigs and other services; the availability of capital on acceptable terms; the need to obtain required approvals from regulatory authorities; stock market volatility; volatility in market prices for commodities; liabilities inherent in the mining industry; changes in tax laws and incentive programs relating to the mining industry. This list is not exhaustive of the factors that may affect the Company’s forward-looking statements. There may be other factors that could cause actual events or results to differ from those expressed or implied by forward-looking statements contained herein.

Forward-looking statements are necessarily based upon a number of factors and assumptions that, if untrue, could cause actual events or results to differ from those expressed or implied by forward-looking statements contained herein. Forward-looking statements are based upon a number of estimates and assumptions that, while considered reasonable by the Company at this time, are inherently subject to significant business, economic and competitive uncertainties and contingencies that may cause the Company’s actual financial results, performance, or achievements to be materially different from those expressed or implied herein.