

Form 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Nine Mile Metals Ltd.
350 – 1650 West 2nd Avenue
Vancouver, BC V6J 1H4

Item 2: Date of Material Change

February 7, 2023

Item 3: News Release

A news release was issued and disseminated on February 9, 2023 and filed on SEDAR (www.sedar.com). A copy of the news release is attached as Schedule "A" hereto.

Item 4: Summary of Material Change

The Company purchased the "West Nine Mile Brook" Project from Windfall Geotek Inc. ("Windfall") and further engaged their AI services to be applied to our entire Project Portfolio in the World Famous Bathurst Mining Camp (BMC), New Brunswick Canada.

The Company acquired the West Nine Mile Brook claim from Windfall in exchange for the issuance of 232,143 shares of the Company. The mineral claim is located in Bathurst Mining Camp, New Brunswick, Canada. The claim is subject to a 2% net smelter return ("NSR"), with the right to purchase back 50% of the 2% NSR for \$500,000. Windfall is an arm's length party to the Company.

Item 5: Full Description of Material Change

Please see the attached Schedule "A".

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

Not applicable

Item 7: Omitted Information

None

Item 8: Executive Officer

Charles MaLette, President & Corporate Secretary
Telephone: 604-428-5171

Item 9: Date of Report

February 15, 2023

Schedule A



CSE: NINE

OTCQB: VMSXF

FSE: KQ9

NINE MILE METALS ACQUIRES WEST NINE MILE BROOK PROJECT AND ENGAGES ARTIFICIAL INTELLIGENCE COMPANY WINDFALL GEOTEK

VANCOUVER, B.C. – Thursday February 9, 2023 NINE MILE METALS LTD. (CSE: NINE, OTCQB: VMSXF, FSE: KQ9) (the “Company” or “Nine Mile”), is pleased to announce it has purchased the “West Nine Mile Brook” Project from Windfall Geotek Inc. (“Windfall”) and further engaged their AI services to be applied to our entire Project Portfolio in the World Famous Bathurst Mining Camp (BMC), New Brunswick Canada.

- *West Nine Mile Brook Property (29 Claim Units covering 6.3 sq kms),*
- *On the southern boundary of the folded, mineralized Nine Mile Synform,*
- *Identified (3) High Priority Target Nodes (A, B, C) similar to those defined by EarthEx at Nine Mile Brook.*
- *Host rocks the same as those identified at the Wedge Deposit (previously milled by Cominco, 1.503 MT (2.88% Cu, 1.6% Zn, 0.65% Pb and 20 g/t Ag).*

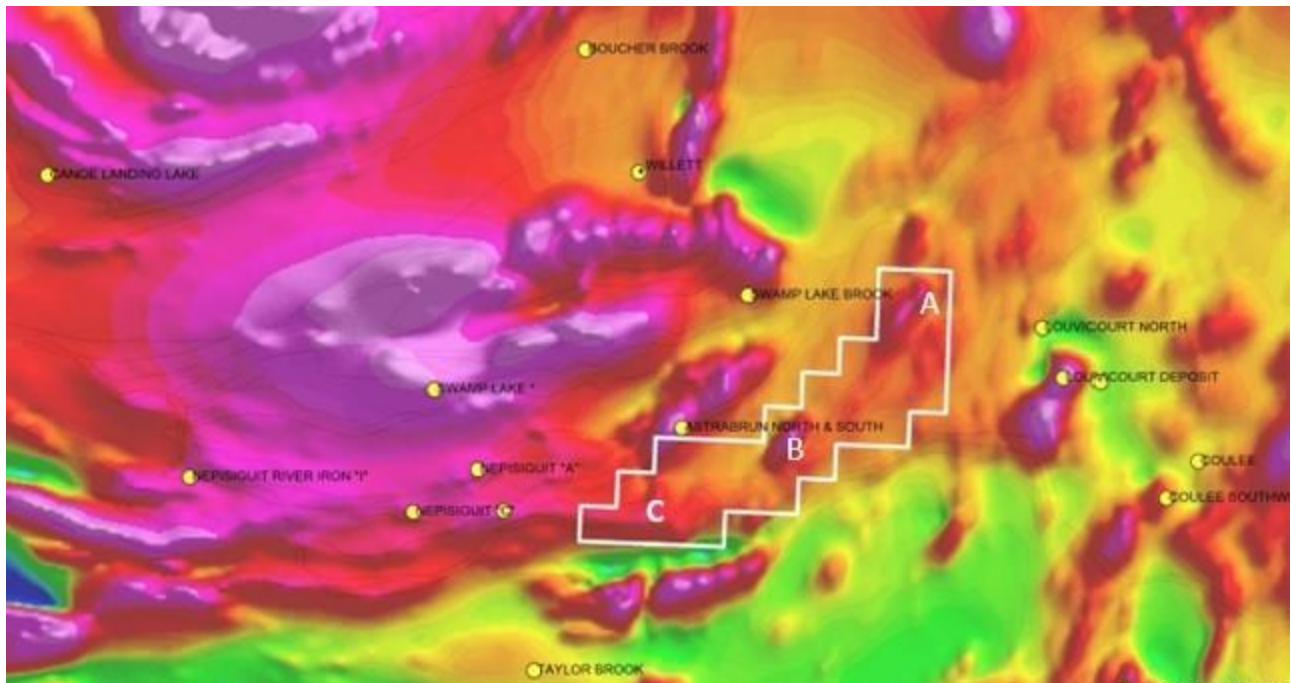


Figure 1: West Nine Mile Brook Property depicting (3) High Priority Targets in Recognized Nine Mile Mineralized Fold

Located along the southern boundary of the Nine Mile Synform, (3) never tested, High Priority Targets have been identified along a well defined geological contact. Host rocks include volcanics and sediments of the Little River Formation which also forms the structural footwall of the Cu, Pb, Zn Ag Wedge Deposit (Cominco milled 1.503 MT (million tonnes) grading 0.65% Pb, 1.6.% Zn, 2.88% Cu and 20.0 g/t Ag). Additional small deposits are also present along parallel structures to the northwest. No drilling has been conducted along this prospective trend. As you can see from Figure 1, (yellow occurrences) there is a highly identified mineralized trend that should continue through our new property and be associated with the (3) high priority magnetic highs (Nodes).

Patrick J. Cruickshank, MBA, CEO & Director states “this acquisition of West Nine Mile Brook, is a valuable addition to our Nine Mile Brook VMS Portfolio. The Nine Mile Mineralized Synform continues through our new property and has never been tested. We have identified (3) high priority targets within the folded trend and as you can see, numerous VMS occurrences have been discovered on this trend and nodes. We are committed to continuing to enlarge our geophysical footprint in the BMC and add quality value for our shareholders through growth and acquisition strategies. Our work with Windfall Geotek and its proprietary Artificial Intelligence analysis will be applied to our entire project portfolio (Nine Mile Brook, California Lake And our Canoe Landing Lake (E&W). Working with EarthEX Geophysical Solutions Inc., Windfall and our entire Technical Team is focused on increasing shareholder value and driving our exploration program to success. This analysis compliments and carries all our programs to the leading edge advanced stages in our future programs here at Nine Mile Metals.”

Dinesh Kandanchatta, Chairman of Windfall added “We are excited to work with Patrick and the Nine Mile Metals Team on this project. Technologies such as ChatGPT are expanding the art of the possible with AI. Visionaries like Patrick are leading the expansion of AI adoption in the exploration sector. This multi year program represents what is possible when AI driven technology companies and exploration companies work together.”

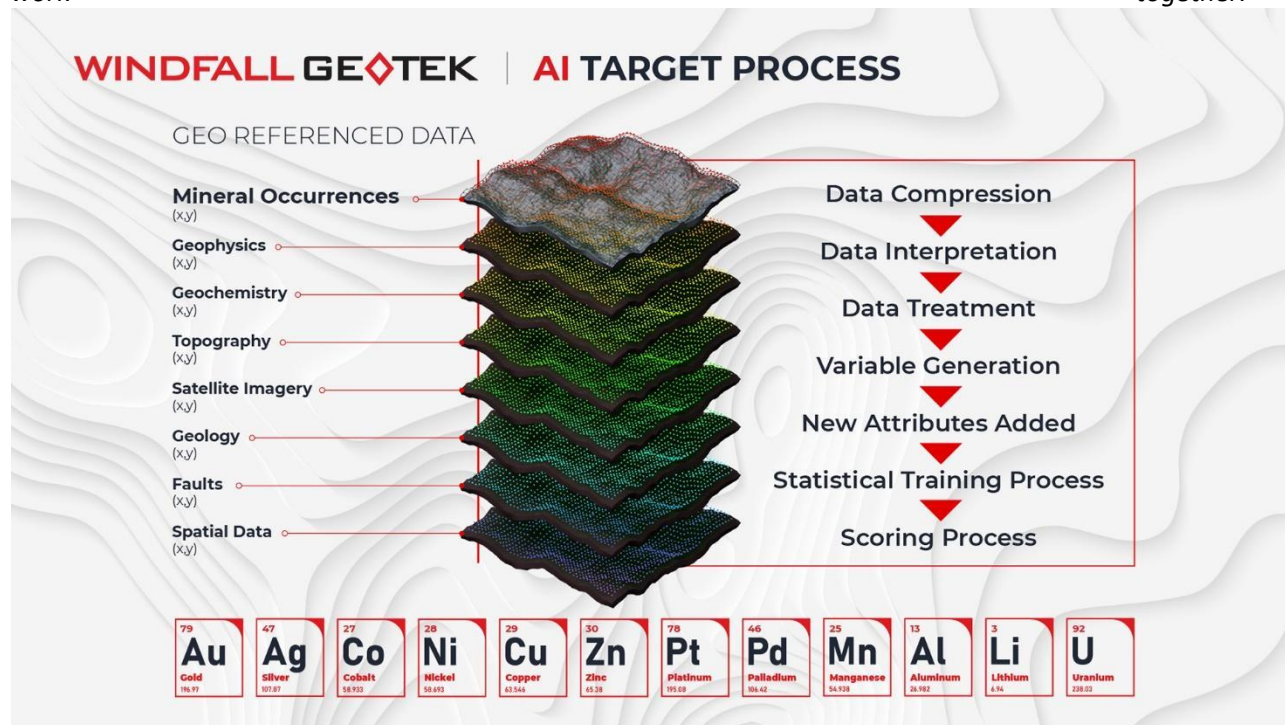


Figure 2: Windfall Geotek Proprietary AI Target Process Model

Windfall is an Artificial Intelligence company that has been in business for over 15 years developing its proprietary (AI) and data mining techniques. Windfall Geotek has a multidisciplinary team that includes professionals in geophysics, geology, Artificial Intelligence, and mathematics. It combines available public and private datasets including geophysical, drill hole and surface data. The algorithms designed and employed by Windfall are calculated to highlight areas of interest that have the potential to be geologically similar to other base or precious metal deposits.

The Company acquired the West Nine Mile Brook claim from Windfall in exchange for the issuance of 232,143 shares of the Company. The mineral claim is located in Bathurst Mining Camp, New Brunswick, Canada. The claim is subject to a 2% net smelter return (“NSR”), with the right to purchase back 50% of the 2% NSR for \$500,000. Windfall is an arm’s length party to the Company.

The disclosure of technical information in this news release has been prepared in accordance with Canadian regulatory requirements as set out in National Instrument 43-101 – Standards of Disclosure for Mineral Projects (“NI 43-101”) and reviewed and approved by Gary Lohman, B.Sc., P. Geo., Director who acts as the Company’s Qualified Person, and is not independent of the Company.

About Nine Mile Metals Ltd.:

Nine Mile Metals Ltd. is a Canadian public mineral exploration company focused on VMS (Cu, Pb, Zn, Ag and Au) exploration in the world-famous Bathurst Mining Camp, New Brunswick, Canada. The Company’s primary business objective is to explore its three VMS Projects: Nine Mile Brook VMS Project; California Lake VMS Project; and the Canoe Landing Lake (East – West) VMS Project. The Company is focused on Critical Minerals Exploration (CME), positioning for the boom in EV and green technologies requiring Copper, Silver, Lead and Zinc with a hedge with Gold.

Social Media



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[Nine Mile Metals](https://www.linkedin.com/company/ninemilemetals)



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ON BEHALF OF NINE MILE METALS LTD.

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CEO and Director

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Forward-Looking Information:

This press release may include forward-looking information within the meaning of Canadian securities legislation, concerning the business of Nine Mile. Forward-looking information is based on certain key expectations and assumptions made by the management of Nine Mile. In some cases, you can identify forward-looking statements by the use of words such as “will,” “may,” “would,” “expect,” “intend,” “plan,” “seek,” “anticipate,” “believe,” “estimate,” “predict,” “potential,” “continue,” “likely,” “could” and variations of these terms and similar expressions, or the negative of these terms or similar expressions. Forward-looking statements in this press release include that (a) the algorithms designed and employed by Windfall are calculated to

highlight areas of interest that have the potential to be geologically similar to other base or precious metal deposits, (b) there is a highly identified mineralized trend that should continue through our new property and be associated with the (3) high priority magnetic highs (Nodes), (c) the Nine Mile Mineralized Synform continues through our new property, (d) we are committed to continuing to enlarge our geophysical footprint in the BMC and add quality value for our shareholders through growth and acquisition strategies, (e) the work with Windfall Geotek and its proprietary Artificial Intelligence analysis will be applied to our entire project portfolio, and (f) this analysis compliments and carries all our programs to the leading edge advanced stages in our future programs. Although Nine Mile believes that the expectations and assumptions on which such forward-looking information is based are reasonable, undue reliance should not be placed on the forward-looking information because Nine Mile can give no assurance that they will prove to be correct.

The Canadian Securities Exchange (CSE) has not reviewed and does not accept responsibility for the adequacy or the accuracy of the contents of this release.