

**FORM 51-102F3  
MATERIAL CHANGE REPORT**

- Item 1 Name and address of the Company**
- Critical Elements Lithium Corporation (“**Critical Elements**” or the “**Corporation**”)  
80 de la Seigneurie Blvd West, Suite 201  
Blainville, Québec  
J7C 5M3
- Item 2 Date of material change**
- February 10, 2025
- Item 3 News release**
- The press release was issued and distributed on February 10, 2025 via ACCESS newswire.
- Item 4 Summary of material change**
- Critical Elements Lithium Corporation announces receipt of support letter for up to US\$115 Million from leading financial institution
- Item 5 Full description of material change**
- On February 10, 2025, the Corporation announced receipt of a support letter from a leading Canadian financial institution stating its interest in providing long term debt financing of up to US\$115 million (approximately C\$150 million) of project debt, for the development of the Rose Lithium-Tantalum project in Québec. Terms and conditions (including pricing) will be subject to further due diligence and discussions with lenders, lenders advisors, Critical Elements and its financial advisors.
- Item 6 Reliance on subsection 7.1(2) of National Instrument 51-102**
- N/A
- Item 7 Omitted Information**
- None
- Item 8 Executive Officer**
- Jean-Sébastien Lavallée, Chief Executive Officer  
Tel: 819-354-5146  
jslavallee@cecorp.ca
- Item 9 Date of Report**
- February 10, 2025