

**Form 51-102F3
Material Change Report**

ITEM 1 Name and Address of Company

NOA Lithium Brines Inc.
1250, 639 – 5th Avenue SW
Calgary, AB T2P 0M9

ITEM 2 Date of Material Change

October 16, 2023

ITEM 3 News Release

A press release was issued and disseminated on October 16, 2023 and filed on SEDAR+ at www.sedarplus.com.

ITEM 4 Summary of Material Change

NOA Lithium Brines Inc. is pleased to report positive lithium results from brine samples in the third hole of the Phase 1 diamond drill program at its Rio Grande project. The hole was drilled within the Rio Grande salar, approximately 6 kilometers northwest of the second hole on the Rio Grande Project and intersected a high-grade lithium (“Li”) brine aquifer of significant thickness starting from a down-hole depth of only 15 meters (“m”). Highlights include:

- 508.5 m (15 m – 659 m) grading 526 milligrams per litre (“mg/l”) Li.
- Brine aquifer beginning at a shallow depth of only 15 m below surface, and encountered the thickest, high-grade intercept to date at Rio Grande.
- Encountered highest-grade Li concentration of 785 mg/l at 250 m.
- Hole drilled to a depth of 676 m, resulting in the deepest reported occurrence of permeable brines at Rio Grande.

ITEM 5 Full Description of Material Change

Please see the complete news release attached hereto as Schedule “A” to this report for a full description of the material change.

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

Not applicable.

ITEM 7 Omitted Information

Not applicable.

ITEM 8 Executive Officer

For additional information with respect to this material change, please contact:

Gabriel Rubacha
Chief Executive Officer and Director
Email: gabriel@noalithium.com

ITEM 9 Date of Report

Dated as of October 16, 2023.

NOA Drills Thickest High-Grade Intercept To Date At Rio Grande And Intercepts Average 526 Mg/L Lithium Over 508.5 Meters

October 16, 2023, Buenos Aires, Argentina – NOA Lithium Brines Inc. (TSX-V: NOAL, FSE: N7N) (“NOA” or the “Company”) is pleased to report positive lithium results from brine samples from RG23-003, the third hole of the Phase 1 diamond drill program at its Rio Grande project (“Rio Grande” or the “Project”). The hole was drilled within the salar, approximately 6 kilometers (“km”) northwest of hole RG23-002, at the Cristina claim on the surface salar on the Project, and intersected a high-grade lithium (“Li”) brine aquifer of significant thickness starting from a down-hole depth of only 15 meters (“m”). Highlights include:

- **508.5 m (15 m – 659 m) grading 526 milligrams per litre (“mg/l”) Li.**
- **Brine aquifer beginning at a shallow depth of only 15 m below surface, and encountered the thickest, high-grade intercept to date at Rio Grande.**
- **Encountered highest-grade Li concentration of 785 mg/l at 250 m.**
- **Hole drilled to a depth of 676 m, resulting in the deepest reported occurrence of permeable brines at Rio Grande.**

NOA’s Chief Executive Officer Gabriel Rubacha states: *“Our third exploration hole delivers our best drill results to date, confirming the potential of the Rio Grande Project. The excellent results from this hole, combined with the high-grade intercepts from our two previous holes, deliver a consistent high lithium concentration brine that expected to contribute to a material resource, that confirming a project of significant magnitude can be developed in our Rio Grande’s properties. Our fourth hole has already been started in the El Camino property, in the northeast area of Rio Grande. With two rigs mobilized at site, we remain on schedule to develop a maiden resource estimate on the project in the first half of 2024.”*

Hole RG23-003 was executed with diamond drilling (HQ-size), permitting the extraction of core samples of the salar basin formations and collection of brine samples where possible. Drilling was carried out by Salta-based Hidrotec S.A., under the supervision of NOA’s geologists.

The lithological profile of the third hole is in-line with other drillholes at the Project. Almost the entire depth of the +600 m hole returned brine-saturated units based on packer testing, with the

exception of select horizons with a few meters in thickness. In general, halite and interstitial sands were the dominant lithologies, with amounts of each varying along the depth.

The Phase 1 drill program is planned for six holes and is designed to deliver a maiden mineral resource estimate for the Rio Grande project in early 2024. The location of RG23-003 is shown in Figure 1.

Results for Hole RG23-003

The results of the brine analyses and the respective intervals are shown in Table 1 below and drill collar information is presented in Table 2 below. Hole RG23-003, drilled at the Cristina claim (shown in Figure 1 below) reached a depth of 676 m, which the Company understands to be the deepest hole ever publicly reported on the Rio Grande salar.

Table 1: Interval data & Li assays (double packer sampling) for drillhole DDH-RG23-003

Hole id	From	To	Li (mg/l)	Intervals
DDH-RG23-003	15	16.5	409	271 m
DDH-RG23-003	27	28.5	428	
DDH-RG23-003	39	40.5	414	
DDH-RG23-003	51	52.5	415	
DDH-RG23-003	63	64.5	412	
DDH-RG23-003	75	76.5	510	
DDH-RG23-003	87	88.5	500	
DDH-RG23-003	99	100.5	516	
DDH-RG23-003	111	112.5	437	
DDH-RG23-003	129	130.5	471	
DDH-RG23-003	141	142.5	485	
DDH-RG23-003	165	166.5	464	
DDH-RG23-003	177	178.5	439	
DDH-RG23-003	189	190.5	401	
DDH-RG23-003	201	202.5	392	
DDH-RG23-003	213	218	595	
DDH-RG23-003	225	226.5	580	
DDH-RG23-003	237	238.5	552	
DDH-RG23-003	249	250.5	785	
DDH-RG23-003	261	262.5	675	
DDH-RG23-003	273	274.5	720	
DDH-RG23-003	285	286.5	667	
DDH-RG23-003	333	334.5	632	46.5 m
DDH-RG23-003	345	346.5	549	
DDH-RG23-003	366	367.5	547	
DDH-RG23-003	378	379.5	547	
DDH-RG23-003	414	415.5	527	1.5 m
DDH-RG23-003	450	451.5	523	1.5 m
DDH-RG23-003	471	472.5	544	188 m
DDH-RG23-003	483	484.5	582	
DDH-RG23-003	495	496.5	562	
DDH-RG23-003	507	508.5	538	
DDH-RG23-003	519	520.5	518	
DDH-RG23-003	531	532.5	555	
DDH-RG23-003	543	544.5	550	
DDH-RG23-003	555	556.5	523	
DDH-RG23-003	567	568.5	519	
DDH-RG23-003	579	580.5	534	
DDH-RG23-003	591	596	532	
DDH-RG23-003	606	607.5	554	
DDH-RG23-003	618	619.5	535	
DDH-RG23-003	630	631.5	513	
DDH-RG23-003	642	643.5	496	
DDH-RG23-003	654	659	489	
		Average:	526	508.5 m

Figure 1: Plan Map Showing Well RG23-003 And Previous Completed Wells

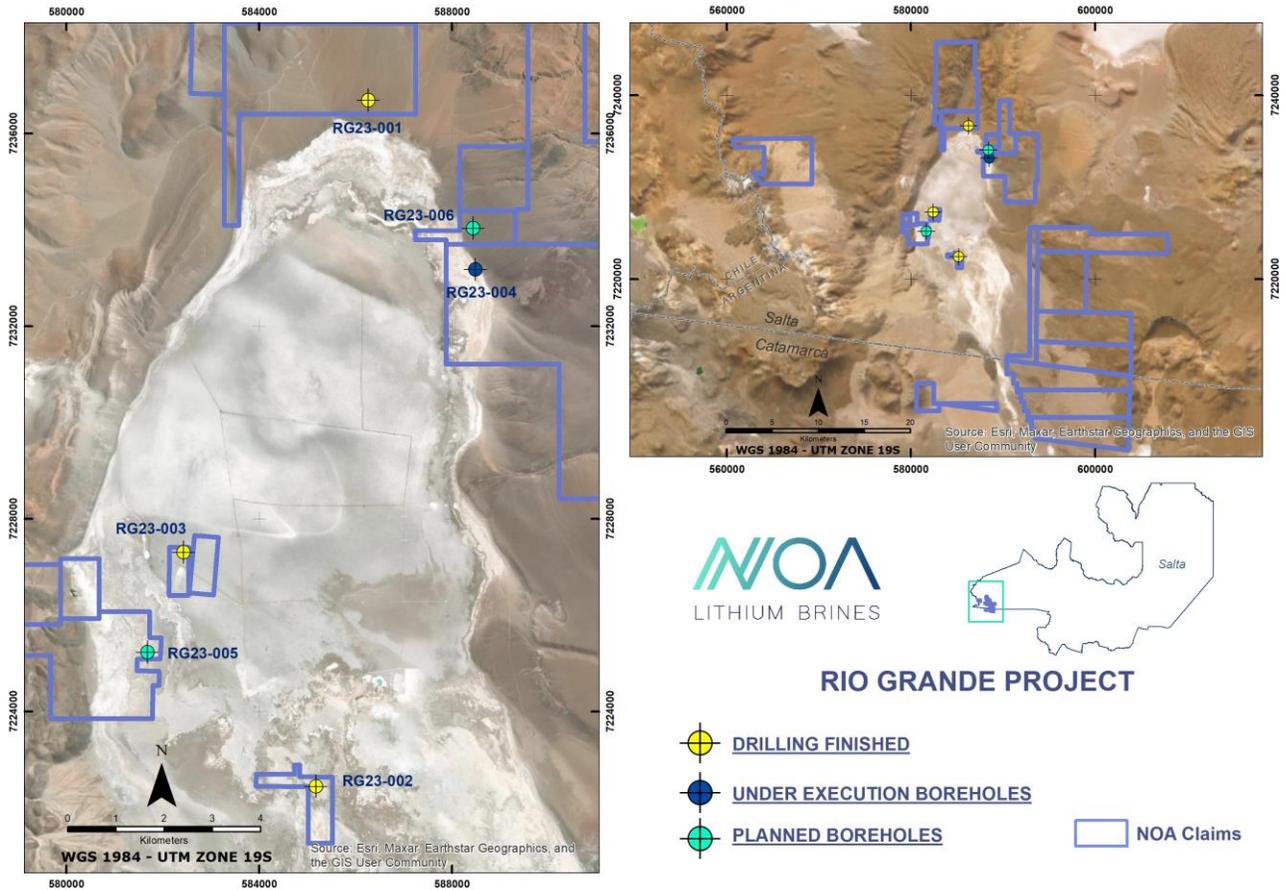


Table 2: RG23-003 - Drill Collar Information

Hole #:	RG23-003	Azimuth:	0 deg.
Claim name:	Cristina	Inclination:	-90 deg.
Coordinates (UTM 19J South):	E: 582435 m	Contractor:	Hidrotec S.A.
	N: 7227303 m	Machine type:	HT07 LF-90
	Z: 3702 m	Drill type:	Diamond
		Hole diameter:	HQ

About NOA Lithium Brines Inc.

NOA is a lithium exploration and development company formed to acquire and develop assets with significant resource potential. All NOA's projects are in the heart of the prolific Lithium Triangle, in the mining-friendly province of Salta, Argentina, near a multitude of projects and operations owned by industry leaders. NOA has rapidly consolidated one of the largest lithium brine claim portfolios in this region that is not owned by a producing company, with key positions on three prospective salars (Rio Grande, Arizaro, Salinas Grandes) and a total portfolio of approximately 100,000 hectares.

On Behalf of the Board of Directors,

Gabriel Rubacha

Chief Executive Officer and Director

For Further Information On The Company

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Sample Analysis & QA/QC Program

The Company has a robust QA/QC and sample management program. Brine samples were collected by a single / double packer system (in-hole inflatable) to isolate specific intervals down the drillhole. The packer sampling method allows the collection of brine samples at specific depths while sealing the hole at the top and bottom of the interval. The packer system was run several times to flush the hole after drilling to clear / clean the hole prior to sampling and four samples for each interval were collected (main sample, duplicate sample, check sample, reserve sample). The drillhole of the current release was inclined vertically (90 degrees) and the salar strata are believed to be flat-lying resulting in reported intervals approximating true thickness.

Samples of brine were submitted by courier for analysis to SGS Argentina S.A., the local subsidiary of SGS International, an accredited laboratory for the analysis of lithium and other elements. SGS employed Inductively Coupled Plasma Optical Emission Spectrometry as the analytical technique for the primary constituents of interest, including: boron, calcium, potassium, lithium, and magnesium. Measurements in the field included pH, conductivity, temperature and density. The quality of sample analytical results was controlled and assessed with a protocol of blank, duplicate and standard samples included within the sample sequence. Differences between original and duplicate samples and results for standards and blanks are considered within the acceptable range for lithium.

Qualified Person

David O'Connor P.Geol., is the Qualified Person as defined by National Instrument 43-101 Standards of Disclosure for Mineral Projects, and he has reviewed and approved the scientific and technical information in this news release.

Cautionary Note Regarding Forward-Looking Statements

This news release may include forward-looking statements that are subject to inherent risks and uncertainties. All statements within this news release, other than statements of historical fact, are to be considered forward looking statements. Forward-looking statements including, but not limited to NOA's future plans and objectives regarding its projects, which constitute forward looking information that involve various risks and uncertainties. Although NOA believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from

those described in forward-looking statements. Factors that could cause actual results to differ materially from those described in forward-looking statements include fluctuations in market prices, including metal prices, continued availability of capital and financing, and general economic, market or business conditions. There can be no assurances that such statements will prove accurate and, therefore, readers are advised to rely on their own evaluation of such uncertainties. NOA does not assume any obligation to update any forward-looking statements except as required under applicable laws.

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