

FORM 72-503F REPORT OF DISTRIBUTIONS OUTSIDE CANADA

1. Full name, address and telephone number of the Issuer.

a) Full name of issuer	
Avalon Advanced Materials Inc. / Avalon Advanced Materials Inc.	
b) Head office address	
Street address	2060-130 Adelaide St W
Province/State	Ontario
Municipality	Toronto
Postal code/Zip code	M5H 3P5
Country	Canada
Telephone number	+1 (416) 364-4938
c) Full legal name(s) of co-issuer(s) (if applicable)	

2. Type of security, the aggregate number or amount distributed and the aggregate purchase price.

Types of security distributed						
Provide the following information for all distributions of securities relying on an exemption from section 2.3 or 2.4 of the Rule on a per security basis. Refer to the Instructions for how to indicate the security code. If providing the CUSIP number, indicate the full 9-digit CUSIP number assigned to the security being distributed.						
Convertible / exchangeable security code	CUSIP number (if applicable)	Description of security	Number of securities	Canadian \$		
				Single or lowest price	Highest price	Total amount
CVD			1.0000	\$3,500,000.0000	\$3,500,000.0000	\$3,500,000.0000
WNT			3,500,000.0000	\$0.0000	\$0.0000	\$0.0000
Details of rights and convertible/exchangeable securities						
If any rights (e.g. warrants, options) were distributed, provide the exercise price and expiry date for each right. If any convertible/exchangeable securities were distributed, provide the conversion ratio and describe any other terms for each convertible/exchangeable security.						
Security code	Underlying security code	Exercise price (Canadian \$)		Expiry date (YYYY-MM-DD)	Conversion ratio	Describe other terms (if applicable)
		Lowest	Highest			
CVD	CMS	\$0.0000	\$0.0000	2026-11-18		The convertible debenture bears interest at 7.5% per annum. Should the convertible debenture not be repaid by the Issuer at maturity, and in certain situations prior to maturity, the holder has t

						he right to (a) convert the outstanding principal and accrued interest into additional common shares of the Issuer at a price equal to the greater of (i) the 15-day volume-weighted average price of the Issuer's common shares on the Toronto Stock Exchange immediately prior to the exercise of the right and (ii) the minimum price allowed by the Toronto Stock Exchange; or (b) convert the outstanding principal and interest into additional common shares of a joint venture company, owned by the Issuer and the holder, based on a pro-rated formula.
WNT	CMS	\$0.0625	\$0.0625	2029-11-18	1:1	The warrants are exercisable at any time and from time to time up to the expiry date, in whole or in part.

3. Date of distribution(s).

Distribution date							
<p><i>State the distribution start and end dates. If the report is being filed for securities distributed on only one distribution date, provide the distribution date as both the start and end dates. If the report is being filed for securities distributed on a continuous basis, include the start and end dates for the distribution period covered by the report.</i></p>							
Start date	2024	11	18	End date	2024	11	18
	YYYY	MM	DD		YYYY	MM	DD

4. State the name and address of any person acting as dealer or underwriter (including an underwriter that is acting as agent) in connection with the distribution(s) of the securities.

Dealer or underwriter information	
Full legal name	<input type="text"/>
Street address	<input type="text"/>
Municipality	<input type="text"/>
Province/State	<input type="text"/>
Country	<input type="text"/>
Postal code/Zip code	<input type="text"/>
Telephone number	<input type="text"/>
Website	<input type="text"/> <i>(if applicable)</i>

5. Certification

Certification

Provide the following certification and business contact information of an officer, director or agent of the issuer. If the issuer is not a company, an individual who performs functions similar to that of a director or officer may certify the report. For example, if the issuer is a trust, the report may be certified by the issuer's trustee. If the issuer is an investment fund, a director or officer of the investment fund manager (or, if the investment fund manager is not a company, an individual who performs similar functions) may certify the report if the director or officer has been authorized to do so by the investment fund.

The certification may be delegated, but only to an agent that has been authorized by an officer or director of the issuer to prepare and certify the report on behalf of the issuer. If the report is being certified by an agent on behalf of the issuer, provide the applicable information for the agent in the boxes below.

The signature on the report must be in typed form rather than handwritten form. The report may include an electronic signature provided the name of the signatory is also in typed form.

Securities legislation requires an issuer that makes a distribution of securities under certain prospectus exemptions to file a completed report of exempt distribution.

By completing the information below, I certify, on behalf of the issuer/investment fund manager, to the securities regulatory authority or regulator, as applicable, that I have reviewed this report and to my knowledge, having exercised reasonable diligence, the information provided in this report is true and, to the extent required, complete.

Name of Issuer/ investment fund manager/agent

Full legal name
Family name First given name Secondary given names

Title

Telephone number Email address

Signature Date
YYYY MM DD