

FORM 51-102F3
Material Change Report

Item 1 Name and Address of Company

East Africa Metals Inc. (the “**Company**” or “**East Africa**” or “**EAM**”)
777 Dunsmuir Street, 17th Floor
PO Box 48658, Station Bentall Centre
Vancouver, BC V7X 1A3

Item 2 Date of Material Change

May 31, 2024

Item 3 News Release

A news release with respect to the material change referred to in this report was disseminated on March 31, 2024 via the facilities of Newsfile Corp. and subsequently filed on the Company’s profile on SEDAR+.

Item 4 Summary of Material Change

On May 31, 2024, the Company announced that it has closed the second tranche of its non-brokered private placement of units of the Company. Due to increased demand, the Company increased the size of the private placement to a total gross proceeds of \$1,086,000.00.

Item 5 Full Description of Material Change

The Company has closed the second tranche of its non-brokered private placement (the “Private Placement”) of units of the Company, as previously announced on March 3, April 5 and May 3, 2024. Due to increased demand, the Company increased the size of the Private Placement to a total gross proceeds of \$1,086,000.00.

In the second tranche the Company issued 10,360,000 units at a price of CAD\$0.10 per unit, for gross proceeds of CAD\$1,036,000.00. Each unit is comprised of one common share and one share purchase warrant. Each warrant entitles the holder to acquire a common share at a price of CAD\$0.20 for a period of three years from the date of issuance. All securities issued are subject to a four-month hold period from the date of issuance.

In total, between the first and second tranches of the Private Placement, the Company issued 10,860,000 units for gross proceeds of \$1,086,000.00. The Company intends to use the proceeds from the Private Placement to perform exploration and work on its properties, for marketing, for legal, accounting and general working capital.

The Company paid finder’s fees to certain finders, consisting of a cash fee of \$61,670 and 616,700 common share purchase warrants (each a “Finder’s Warrant”) pursuant to the Private Placement. Each Finder’s Warrant entitles the holder to

acquire one common share at a price of CAD\$0.20 per share for a period of three years from the date of issuance. The Private Placement remains subject to final acceptance of the TSX-V.

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

Not applicable.

Item 7 Omitted Information

No significant facts have been omitted from this report.

Item 8 Executive Officer

Name of Executive Officer: Andrew Lee Smith, CEO

Telephone Number: 604-488-0822

Item 9 Date of Report

May 31, 2024.

Cautionary Statement Regarding Forward-Looking Information

This material change report contains "forward-looking information" within the meaning of applicable Canadian securities legislation. Generally, forward-looking information can be identified using forward-looking terminology such as "anticipate", "believe", "plan", "expect", "intend", "estimate", "forecast", "project", "budget", "schedule", "may", "will", "could", "might", "should", "indicate" or variations of such words or similar words or expressions. Forward-looking information is based on reasonable assumptions that have been made by East Africa as at the date of such information and is subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of East Africa to be materially different from those expressed or implied by such forward-looking information, including but not limited to: timing of receipt of mining permit; timing of mining development; projected heap leach recoveries ; early exploration; the closing of the agreement with the exploration and development company to advance the Magambazi Project or identify any other corporate opportunities for the Company; mineral exploration and development; metal and mineral prices; availability of capital; accuracy of East Africa's projections and estimates, including the initial mineral resource for the Adyabo, Harvest and Magambazi Properties; interest and exchange rates; competition; stock price fluctuations; availability of drilling equipment and access; actual results of current exploration activities; government regulation; political or economic developments; foreign taxation risks; environmental risks; insurance risks; capital expenditures; operating or technical difficulties in connection with development activities; personnel relations; the speculative nature of strategic metal exploration and development including the risks of diminishing quantities of grades of reserves; contests over title to properties; and changes in project parameters as plans continue to be refined, as well as those risk factors set out in East Africa's management's discussion and analysis for the three months and nine months ended December 31, 2023 and for the fifteen month and year ended March 31, 2023, and East Africa's listing application dated July 8, 2013. Mineral Resources, which are not Mineral Reserves, do not have demonstrated economic viability. The contained gold, copper and silver figures shown are in situ. No assurance can be given that the estimated quantities will be produced. Forward-looking statements are based on assumptions management believes to be reasonable, including but not limited to the timely closing of the financing; the timely closing of the Handeni Property definitive agreement; the price of gold, silver, copper and zinc; the demand for gold, silver, copper and zinc; the ability to carry on exploration and development activities; the timely receipt of any required approvals; the ability to obtain qualified personnel, equipment and services in a timely and cost-efficient manner; the ability to operate in a safe, efficient and effective manner; the renewal or extension of exploration Licenses; the regulatory framework regarding environmental matters, and such other assumptions and factors as set out herein. Although East Africa has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. The Company does not update or revise forward looking information even if new information becomes available unless legislation requires the Company do so. Accordingly, readers should not place undue reliance on forward-looking information contained herein, except in accordance with applicable securities laws.