

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

Item 1: Name and Address of Reporting Issuer

Lithium South Development Corporation (the “**Company**”)
400-1681 Chestnut Street
Vancouver, BC V6J 4M6

Item 2: Date of Material Change

November 20, 2023, November 21, 2023 and November 28, 2023.

Item 3: News Release

A news release was disseminated on November 21, 2023 and filed on SEDAR+ at www.sedarplus.ca.

Item 4: Summary of Material Changes

The Company announced various agreements and a corporate update. See Item 5.

Item 5: Full Description of Material Change

The Company announced that it has granted 400,000 stock options (“**Options**”) exercisable at \$0.33 for a five year term to a director of the Company. These Options will vest immediately.

The Company has granted 1,000,000 Options exercisable at \$0.33 for a five-year term to an Investor Relations Service Provider. These Options will vest as per TSX Venture Exchange (the “**Exchange**”) policy for Investor Relations Service Providers.

The Company also announced that it has retained Mr. Bryce McNallie of Calgary, Alberta, as a consultant to the Company to assist with brand awareness and advertising. Mr. McNallie has extensive experience in this field including his role as Director of Channel Enablement at Shaw Direct. The contract is for a term of twelve months starting on November 15, 2023. The Company has agreed to remunerate the consultant a fee of \$2,500 per month plus 50,000 Options exercisable at \$0.33 for a five-year term that will vest as per Exchange policy for Investor Relation Service Providers. Mr. McNallie is not currently a shareholder of the Company. The Agreement and the remuneration payable to Mr. McNallie remains subject to the approval of the Exchange.

Further to the press release issued on August 10, 2023, the Company has clarified that as per the terms of the agreement with Equedia Network Corp., the US\$350,000 contract was paid in full at the commencement of the project.

On November 20, 2023 and November 28, 2023, the Company received Exchange approval to the agreements entered into with Equedia Network Corporation and RAMM Communications Corp., as announced on August 10, 2023 and November 21, 2023.

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

Not applicable.

Item 7: Omitted Information

None.

Item 8: Executive Officer

For further information, please contact:

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Item 9: Date of Report

November 28, 2023.