

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Musk Metals Corp. (formerly Gold Plus Mining Inc.) (the “Company”)
2905 - 700 W Georgia Street
Vancouver, BC, V7Y 1C6

Item 2 Date of Material Change

May 6, 2022 and May 16, 2022

Item 3 News Release

The news releases were disseminated through Accesswire and Stockwatch.

Item 4 Summary of Material Change

On May 6, 2022, the Company announced it had retained Prospectair Geosurveys Inc. to complete a high-resolution heliborne magnetic survey on its 100% owned Allison Lake East Lithium claims located in northwestern Ontario. On May 16, 2022., the Company announced it had completed the planning of a fourth exploration program for Phase 1, on its 100% owned ‘Elon’ lithium project in Quebec. Permit approval is currently pending, exploration work is expected in mid-June to early July, targeting ten anomalies that will be trenching, mapped, and sampled for lithium-rich spodumene.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See attached News Releases

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

Nader Vatanchi, CEO and Director, (604) 717-6605

Item 9 Date of Report

May 18, 2022



MUSK METALS TO COMMENCE AIRBORNE SURVEY AT ITS 100% OWNED ALLISON LAKE EAST LITHIUM CLAIMS

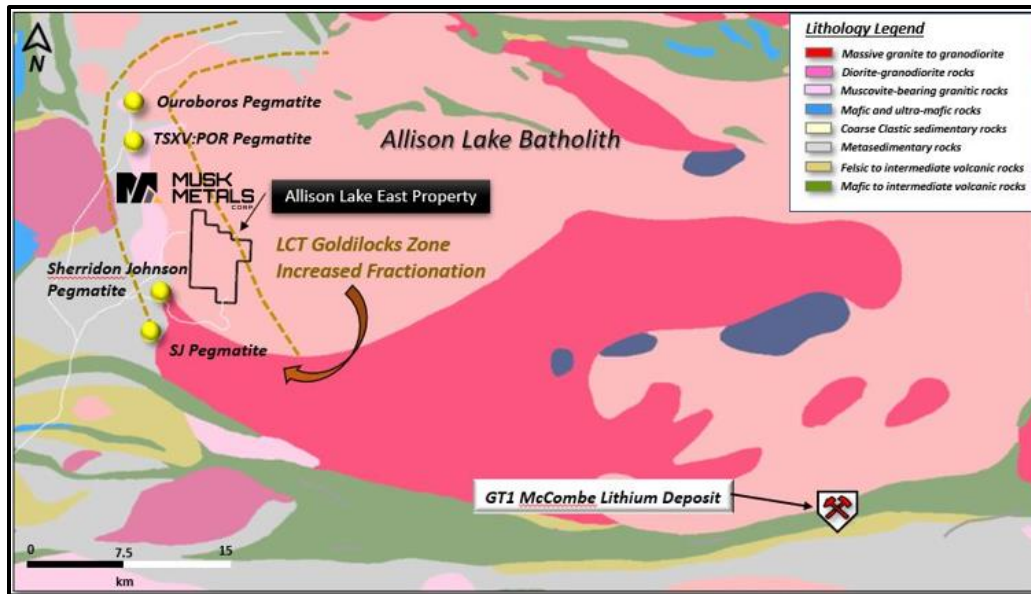
MAY 6, 2022, VANCOUVER, BC – Musk Metals Corp. (“Musk Metals”) (“Musk” or the “Company”) (CSE: MUSK) (OTC: EMSKF) (FSE: 1I30) is pleased to announce that it has retained Prospectair Geosurveys Inc. (“Prospectair”) to complete a high-resolution heliborne magnetic survey on its 100% owned Allison Lake East Lithium claims (the “Property”), located in northwestern Ontario. The Property is situated within the Allison Lake Batholith LCT Goldilocks zone recently mapped by Green Technology Metals (ASX:GT1). The LCT Goldilocks zone is a 5 km wide corridor containing spodumene-bearing pegmatites, spessartine-bearing pegmatites, rare-metal earth occurrences. (<https://www.greentm.com.au/overview>)

Musk is planning a two-phase exploration work program including data compilation, geological mapping, trenching and sampling in Phase 1, followed by diamond drilling and metallurgical testing in Phase 2. The high resolution magnetic heli-airborne survey will include traverse lines oriented N015 with a 50m line spacing. The heli-borne magnetic survey will aid in mapping lithological differences in the Allison Lake Batholith and structural weaknesses that could potentially contain lithium bearing pegmatites. The resultant magnetic features from closely spaced flight lines and low flying high resolution magnetics will vector future exploration efforts to those areas of high merit.

This is Musk’s third lithium project and the Allison Lake East Property proximal to multiple mapped pegmatites is also situated 45 km northwest of the McCombe Lithium Deposit with an unclassified and non-compliant resource of 2.08 Mt averaging 1.3% Li₂O (MDI 52J13NE00004). The McCombe Lithium Deposit has recently been optioned by Green Technology Metals as part of their Root-Seymour lithium asset which totals 12,022 hectares in the southeastern portion of the Allison Lake Batholith. Green Technology Metals has also acquired 6,968 additional hectares in their Allison Lithium Project asset which lies contiguous to Musk’s land package.

Musk Metals CEO and Director, Nader Vatanchi states, "We are actively moving exploration forward on all three of our highly prospective, Canadian lithium and battery metals projects. The Allison Lake East claims are situated in what has quickly become a recognized lithium and rare-earth metals district following large land acquisitions by Green Technology Metals. Recent field work by GT1 has provided evidence that the Allison Lake Batholith is living up to its expectations as one of the largest fertile peraluminous multiphase intrusions in northwestern Ontario which is highly prospective for LCT-type pegmatites. Musk is currently planning a 2022 work program to establish high priority targets and sampling for pegmatite occurrences beginning with this high-resolution airborne survey."

Figure 1. Musk Metals Allison Lake East lithium property within the Allison Lake batholith.



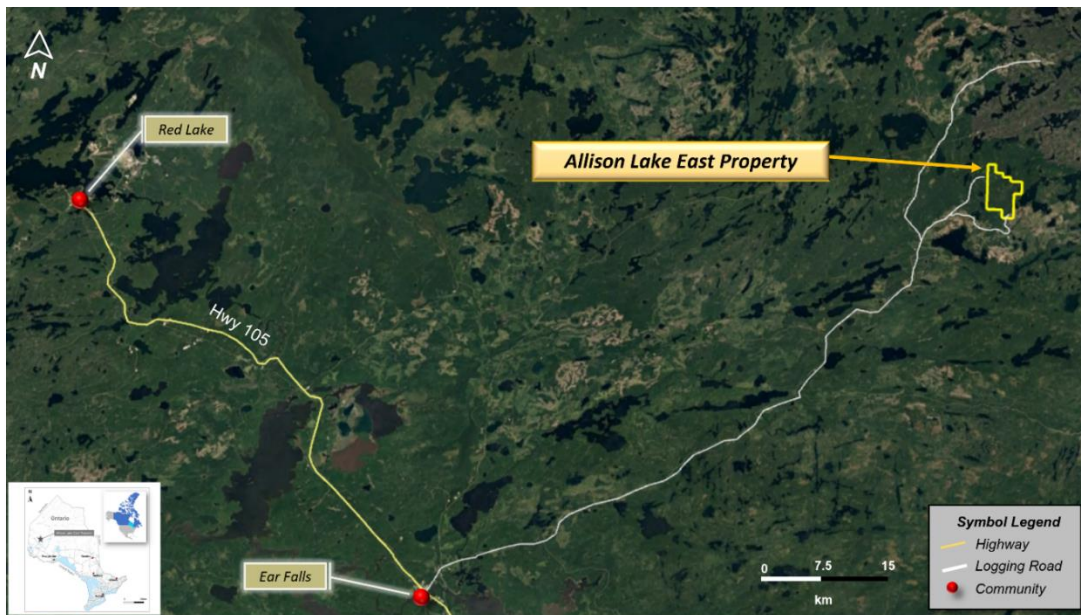
About Musk's Allison Lake East Property

F.W. Breaks, the renowned Ontario Geological Survey geologist responsible for the discovery of Avalon's Separation Rapids lithium deposit and instrumental in the early development of the 'Electric Avenue' which is home to Frontier Lithium's PAK and Spark deposits described the Allison Lake batholith as the largest known peraluminous granitic body in northwestern Ontario. Breaks concluded that, "the Allison Lake batholith represents an important new exploration target for rare-element mineralization and is the largest such granite thus far documented in Ontario. This area has high potential for further discoveries of rare-element mineralization that occur in exocontact, metasedimentary-hosted pegmatites or as internal pegmatites within the parent granite". The Root Bay pluton which is host to the McCombe lithium deposit of 2.08 Mt @ 1.3% Li_2O (OGS OFR 6160) and is also an S-type peraluminous granite which appears genetically linked to the Allison Lake batholith (Breaks et al., 2003, OFR 6099).

Recent fieldwork by GT1 prospectors has outlined what is termed the LCT Goldilocks Fractionation Zone (LCT GFZ)(LCT=lithium-cesium-tantalum). The LCT GFZ represents a 5 km wide corridor that contains spodumene-bearing pegmatites, spessartine-bearing pegmatites, rare-metal earth occurrences and fractionation mineral occurrences (Figure 2). This supports the evidence that the outer edge of the Allison Lake Batholith contains a high degree of fractionation and provides the best potential for the discovery of additional lithium and rare metal bearing pegmatites ([Strategic Lithium Footprint Substantially Expanded \(iguana2.com\)](http://StrategicLithiumFootprintSubstantiallyExpanded.iguana2.com)). The Allison Lake East Property is well positioned within the LCT GFZ corridor (Figure 1).

Musk's Allison Lake East claim block consists of four contiguous mining claims (75 cell units) covering approximately 1,520 hectares and is easily accessible via logging roads from the community of Ear Falls (see Figure 2).

Figure 2. Regional location of the Allison Lake East Property.



Qualified Person

The technical content of this news release has been reviewed and approved by Mike Kilbourne, P. Geo., who is an independent Qualified Person (QP) as defined in National Instrument 43-101, Standards of Disclosure for Mineral Projects.

The QP and the Company has not completed sufficient work to verify the historic information on the Allison Lake East Property, particularly regarding historical exploration, neighboring companies, and government geological work.

About Musk Metals Corp.

Musk Metals is a publicly traded exploration company focused on the development of highly prospective, discovery-stage mineral properties located in some of Canada's top mining jurisdictions. The current portfolio of mineral properties exhibits favorable geological characteristics in underexplored areas within the prolific "Electric Avenue" pegmatite field of northwestern Ontario, the "Abitibi Lithium Camp" of southwestern Quebec, the "Golden Triangle" district of British Columbia, the Mineral Rich "Red Lake" mining camp of Northwestern Ontario and the "Chapais-Chibougamau" mining camp, the second largest mining camp in Quebec, Canada.

Make sure to follow the Company on [Twitter](#), [Instagram](#) and [Facebook](#) as well as subscribe for Company updates at <http://www.muskmetals.ca/>

ON BEHALF OF THE BOARD

Nader Vatanchi

CEO & Director

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FORWARD-LOOKING STATEMENTS

This news release contains forward-looking statements. All statements, other than statements of historical fact that address activities, events, or developments that the Company believes, expects or anticipates will or may occur in the future are forward-looking statements. Forward-looking statements in this news release include, but are not limited to, statements regarding the intended use of proceeds of the Offering and other matters regarding the business plans of the Company. The forward-looking statements reflect management's current expectations based on information currently available and are subject to a number of risks and uncertainties that may cause outcomes to differ materially from those discussed in the forward-looking statements including that the Company may use the proceeds of the Offering for purposes other than those disclosed in this news release; adverse market conditions; and other factors beyond the control of the Company. Although the Company believes that the assumptions inherent in the forward-looking statements are reasonable, forward-looking statements are not guarantees of future performance and, accordingly, undue reliance should not be put on such statements due to their inherent uncertainty. Factors that could cause actual results or events to differ materially from current expectations include general market conditions and other factors beyond the control of the Company. The Company expressly disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except as required by applicable law.

The Canadian Securities Exchange (operated by CNSX Markets Inc.) has neither approved nor disapproved of the contents or accuracy of this press release.



MUSK METALS ANNOUNCES A TRENCHING SURVEY THAT WILL EXPLORE TEN TARGETS, COVERING MULTIPLES GEOPHYSICAL ANOMALIES ON ITS 100% OWNED “ELON” LITHIUM PROJECT IN QUEBEC, CANADA

MAY 16, 2022, VANCOUVER, BC – Musk Metals Corp. (“Musk Metals” or the “Company”) (CSE: Musk) (OTC: EMSKF) (FSE: IIS30) is pleased to announce it has completed the planning of a fourth exploration program for Phase 1, on it’s 100% owned “Elon” lithium project in Quebec. Permit approval is currently pending, exploration work is expected in mid-June to early July, targeting ten anomalies that will be trenched, mapped, and sampled for lithium-rich spodumene. Dynamic Discoveries Geosciences was mandated to identify targets using topographic imagery (LiDAR), cross referenced with a high resolution heliborne magnetic survey (2021) and DEM. Possible surface dykes cross cutting the interpreted intrusions, concordant with till anomalies which show a context alike the Quebec Lithium Mine located 600m south-west of the Elon Lithium Property (the “Property”).

The Program

The Company is expected to trench 250 meters out of the 560-meters of proposed planning. Trenches will be 2m wide, overburden depth is estimated at 0 to 3 meters. Fifty (50) meters of channel sampling is expected, which will be determined following surface mapping once bedrock is exposed. Target priorities are set according to where the bedrock is superficial which is somewhat concordant to outcrop geochemical anomalies rich in lithium, tantalum, and yttrium. Unexplored targets in the present program will be subject to future exploration work, such as shallow drilling or further trenching.

PRIORITY	TRENCH ID	LENGHT (m)	DEPTH (m)	OVERBURDEN (m ³)	TARGET DESCRIPTION
1	T3	30	1 - 2	284.67	Interpreted pegmatite dyke using DEM-high and cross-referenced with LiDAR topographic imagery. Two blocs down-ice returned highest Li values of Fall 2021 prospection survey.
1	T4	83	1 - 3	767.79	Possible pegmatite dyke swarm, identified with Low Mag, high DEM and cross-referenced with LiDAR topographic imagery.
1	T5	37	1 - 3	349.38	Interpreted pegmatitic dyke, 150 meters up-ice from “Zone A” which returned highest Li values in outcrop samples, including one value at 101ppm Li
1	T9	62	2 - 3	574.11	Possible pegmatite dyke swarm interpreted with Low Mag, high DEM and cross-referenced with LiDAR topographic imagery.

2	T1	38	0 - 1	357.03	Possible pegmatite dyke identified with high DEM. Trench is located 150m NW from "Zone B" which returned samples with Li values twice the average for basalts.
2	T2	67	0 - 1	623.61	Interpreted pegmatite dyke swarm in a low Mag, which is concordant with "Zone C" anomalous sector a cluster of 20-30ppm Li in boulders.
2	T7	86	2 - 3	791.1	Interpreted pegmatitic dyke swarm, 300 meters up-ice from "Zone A" which returned highest Li values in outcrop samples, including one value at 101ppm Li. Dyke swarm would be in inner zone of interpreted intrusion.
3	T8	41	2 - 3	383.13	Possible pegmatite dyke identified with high DEM. Pegmatite dyke would be in inner zone of interpreted intrusion.
3	T6	78	1 - 2	718.92	Interpreted pegmatitic dykes, 100 meters up-ice from "Zone A" which returned highest Li values in outcrop samples, including a value at 101ppm Li
3	T10	46	2 - 3	428.04	Possible pegmatitic dykes identified with high DEM, and possible dyke swarm identified with Low Mag. Cross referenced with LiDAR topographic imagery.

The current program is expected to complete trench T1 to T5, T7 and T9.

The Property

The Elon Property is strategically located in Abitibi, Qc at approximately 600 meters northeast of the North American Lithium Project, formerly known as Mine Québec Lithium, which produced over 907,000 tons of material at 1.40% Li₂O between 1955 and 1965 (Boily et al, 1989).

Figure 1: LiDAR Digital Elevation Model

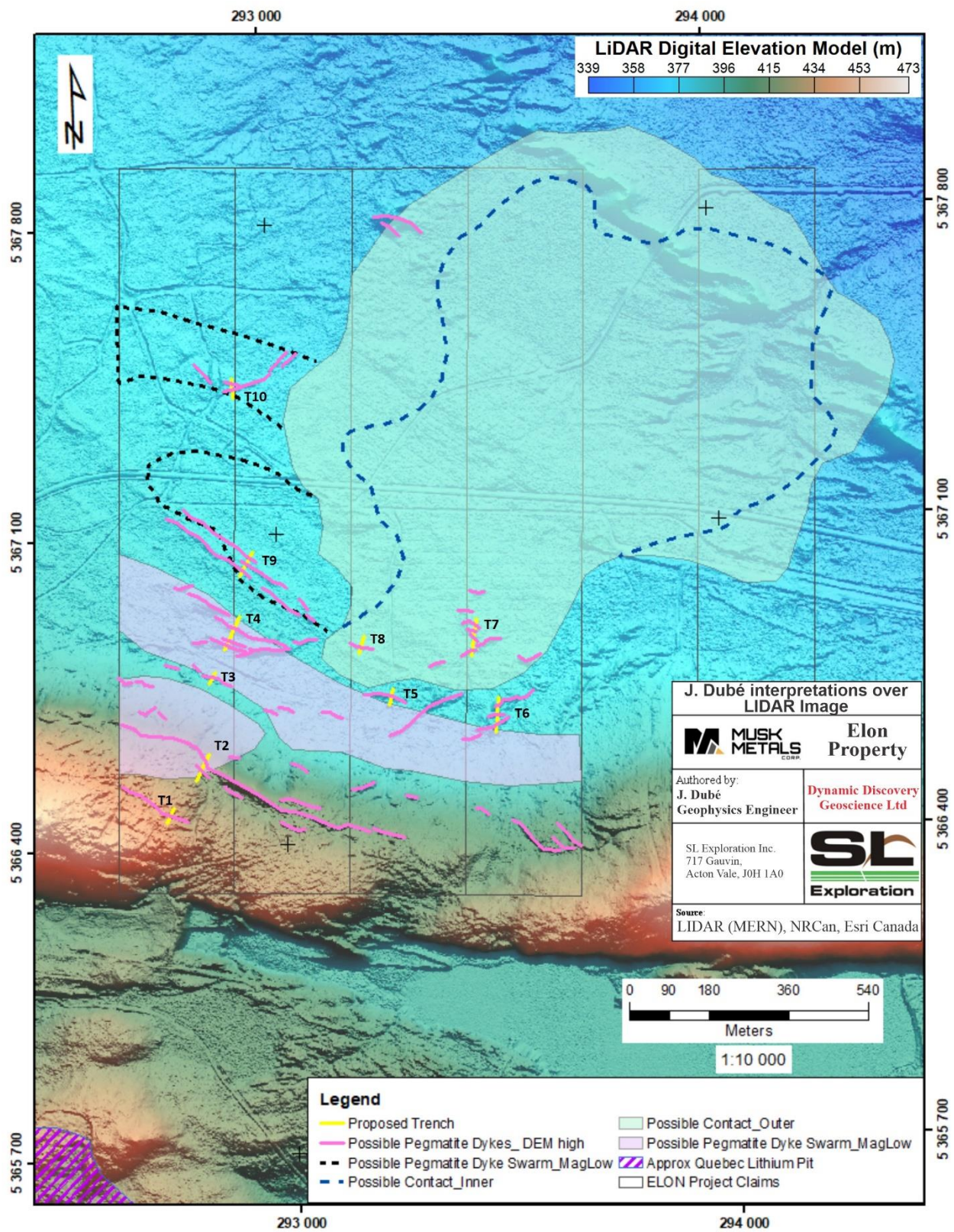
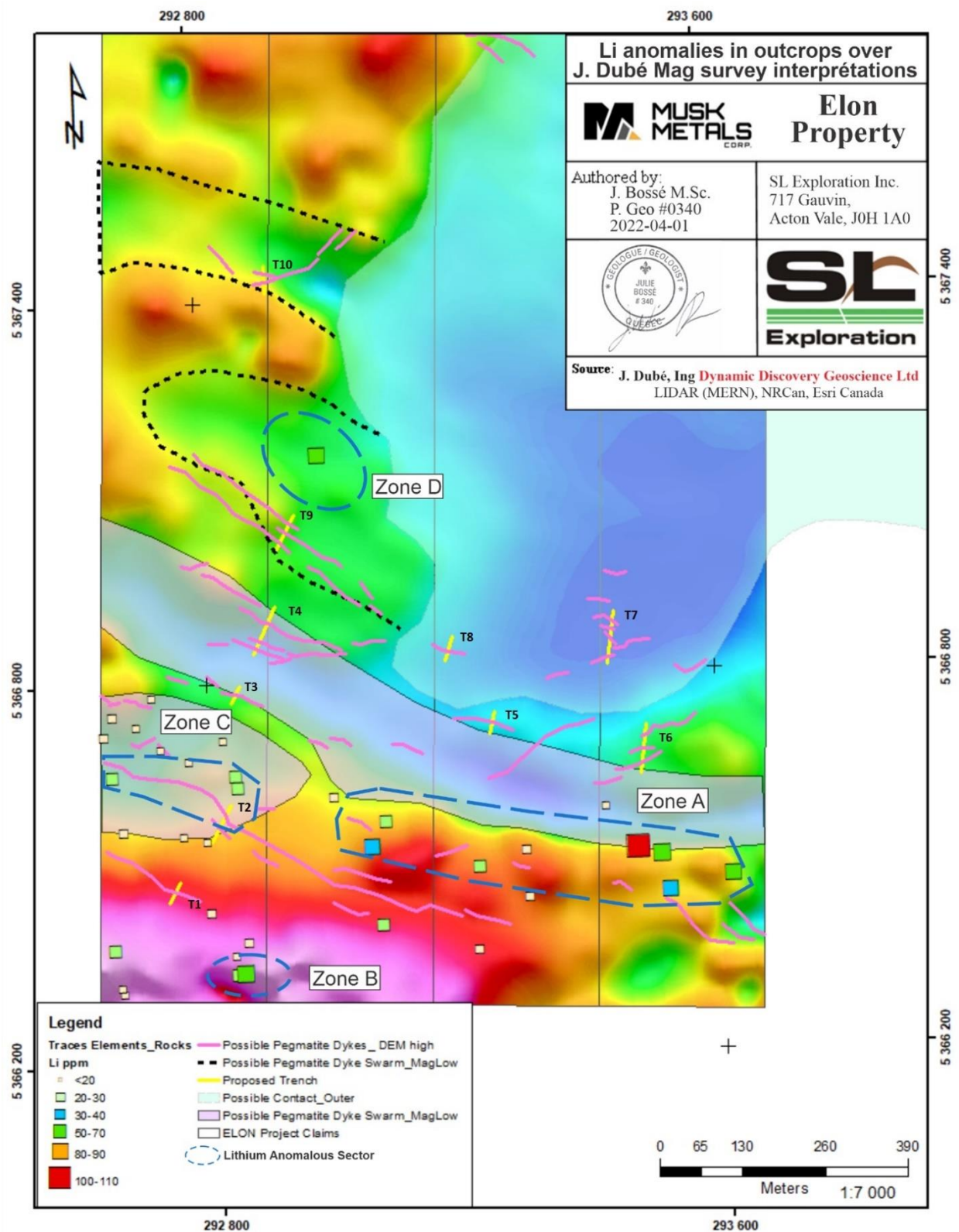


Figure 2: Li anomalies in outcrops over J. Dubé Mag survey interpretation



Qualified Person

This press release was prepared by Steven Lauzier, P.Geo O.G.Q. who is a qualified person as defined under National Instrument 43-101, and who reviewed and approved the geological information provided in this news release.

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Neither Canadian Securities Exchange (CSE) nor its Regulation Services Provider (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release.

References

Bossé, J., Pelletier, P.-A., Leroux, Z. 2022. *2021 Follow-up Report on the Elon Lithium Property, La Corne and Fiedmont Township, Québec, Canada.*

Pelletier, P.-A., Lauzier, S. 2022. *Musk Metals Announces Results of a Prospection Follow Up and New Geophysical Interpretations on Its 100% Owned "Elon" Lithium Project in Quebec, Canada.* <https://feeds.issuerdirect.com/news-release.html?newsid=8570378297632587>

Dubé, J, 2022. *Geophysical review of the Elon Property. Dynamic Discovery Geoscience Ltd for Musk Metals Ltd.* Unpublished memo.

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