

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

Item 1: Name and Address of Issuer

M3 Metals Corp. (the "Company")("M3 Metals")
Suite 300-1455 Bellevue Ave
West Vancouver, British Columbia
V7T 1C3

Item 2: Date of Material Change

April 22, 2022

Item 3: Date of news Release

The news release was issued on April 21, 2022

Item 4: Summary of Material Change:

M3 Metals Corp. is pleased to announce it has entered into an agreement to acquire 100% of G-South property (the "Property"), located in the Central Cariboo Region of South Central British Columbia.

The Property covers an area of 929.68 Hectares of within the prolific Quesnel terrane, located approximately 30 kilometers north of Quesnel, British Columbia, Canada. The Property is considered prospective for gold and has seen historical exploration beginning in the 1960's with the largest percentage of work completed in the mid to late 1980's. Historical drill intercepts on the Property include 38.13 grams per tonne gold over 0.9 metres (drill hole P-87-29, ARIS 17309) and 6.87 grams per tonne gold over 4.5 metres at the bottom of the one of the deepest holes ending at 94.5 metres (drill hole P-87-41, ARIS 17309). Additional historical drilling and trenching on the Property also encountered highly anomalous gold values and as such the Company plans to begin a detailed compilation and modeling program to better define the areas which have not been adequately followed and have only been tested with shallow (<100 meters) drilling.

Under the terms of the Agreement, the Vendor is to receive a total of Cdn\$20,000 and 2,000,000 common shares of the Company (the "Company Shares") as consideration for the purchase of 100% interest in the G-South property. In addition, the Company will pay a 2% Net Smelter Return royalty (the "NSR") to the Vendor on commencement of commercial production. The Company will have the right, at any time prior to the commencement of commercial production, to purchase 50% of the NSR for Cdn\$1,000,000.

Item 5: Full Description of Material Change

5.1 Full Description of Material Change

See Attached News Release.

Item 6: Reliance on Section 7.1 of National Instrument 51-102

This report is not being filed on a confidential basis.

Item 7: Omitted Information

There is no omitted information.

Item 8: Executive Officer

Kosta Tsoutsis, CEO, (604) 669 2279

Item 9: Date of Report

April 22, 2022

April 21, 2022

M3 METALS ENTERS INTO AN AGREEMENT TO ACQUIRE THE G-SOUTH PROJECT

M3 Metals Corp. (TSX-V: MT; FSE: XOVN.F) (“M3 Metals” or the “Company”) is pleased to announce it has entered into an agreement to acquire 100% of G-South property (the “Property”), located in the Central Cariboo Region of South Central British Columbia.

The Property covers an area of 929.68 Hectares of within the prolific Quesnel terrane, located approximately 30 kilometers north of Quesnel, British Columbia, Canada. The Property is considered prospective for gold and has seen historical exploration beginning in the 1960’s with the largest percentage of work completed in the mid to late 1980’s. Historical drill intercepts on the Property include 38.13 grams per tonne gold over 0.9 metres (drill hole P-87-29, ARIS 17309) and 6.87 grams per tonne gold over 4.5 metres at the bottom of the one of the deepest holes ending at 94.5 metres (drill hole P-87-41, ARIS 17309). Additional historical drilling and trenching on the Property also encountered highly anomalous gold values and as such the Company plans to begin a detailed compilation and modeling program to better define the areas which have not been adequately followed and have only been tested with shallow (<100 meters) drilling.

The regional geology consists of Upper Triassic Takla Group mafic to intermediate flows, pyroclastic volcanics and argillaceous sedimentary rocks. These are intruded by coeval plutonic rocks of the Naver Intrusive Suite. Locally the Property is underlain by augite porphyry, basaltic breccias and argillites which have been intruded by several rhyolite dikes. Sulphide mineralization occurs disseminated in the country rocks and in stockworks and breccia infillings with quartz, calcite, epidote, and chlorite. There are two main types of mineralization historically identified; disseminated and fracture-controlled pyrite, pyrrhotite and rare chalcopyrite in volcanics or along contacts with rhyolite dikes and; massive sulphide mineralization within gouge zones up to 1.9 meters wide consisting of pyrite, arsenopyrite and sphalerite and occasionally chalcopyrite and galena.

Under the terms of the Agreement, the Vendor is to receive a total of Cdn\$20,000 and 2,000,000 common shares of the Company (the "Company Shares") as consideration for the purchase of 100% interest in the G-South property. In addition, the Company will pay a 2% Net Smelter Return royalty (the "NSR") to the Vendor on commencement of commercial production. The Company will have the right, at any time prior to the commencement of commercial production, to purchase 50% of the NSR for Cdn\$1,000,000.

The closing of the Agreement and the transactions contemplated in it are subject to the approval of the Company's filings with the TSX Venture Exchange.

Disclosure

The Qualified Person (“QP”) for the Company has not verified the historical sample analytical data disclosed within this release. While the Company has obtained all historic records including analytical data from the previous owners of the Property and from various government databases, the Company has not independently verified the results of the historic sampling.



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Adrian Smith, P.Geo., is a QP as defined by National Instrument 43-101 for the above-mentioned project. The QP is a member in good standing of the Engineers and Geoscientists of British Columbia (EGBC) and is a registered Professional Geoscientist (P.Geo.). Mr. Smith has reviewed and approved the technical information disclosed above.

ABOUT M3 METALS CORP.

M3 Metals Corp. is a Canadian listed Company, focused on creating shareholder value through discoveries and strategic development of mineral properties in North America. For additional information please visit M3 Metals website at www.m3metalscorp.com. You may also email info@m3metalscorp.com or call investor relations at (604) 669-2279.

M3 METALS CORP.

“Adrian Smith”

Adrian Smith, President

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