

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

**Item 1**            **Name and Address of Company**

**Fort St. James Nickel Corp.**  
**Suite 888, 888 Dunsmuir St**  
**Vancouver BC V6C3K4**

**Item 2**            **Date of Material Change**

April 11, 018

**Item 3**            **News Release**

A news release was disseminated April 11, 2018 to the TSX Venture Exchange as well as through various other approved public media and was subsequently SEDAR filed with the securities commissions of Ontario, British Columbia and Alberta.

**Item 4**            **Summary of Material Change(s)**

The Company has announced that has appointed Nicolette Keith as Chief Financial Officer of the Company.

**Item 5**            **Full Description of Material Change**

**5.1**            **Full Description of Material Change**

See Schedule "A" Attached

**5.2**            **Disclosure for Restructuring Transactions**

Not applicable.

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

Not applicable.

**Item 7**            **Omitted Information.**

Not applicable.

**Item 8**            **Executive Officer**

Barry Brown  
President  
604-488-3900

**Item 9**            **Date of Report**

April 12, 2018

## SCHEDULE A



April 11, 2018

News Release

### **Fort St. James Nickel Corp. appoints CFO**

**Vancouver, British Columbia: Fort St. James Nickel Corp. (TSXV:FTJ.H) (“FTJ” or “The Company”)** is pleased to announce that it has appointed Nicolette Keith as Chief Financial Officer of the Company. Ms. Keith brings over 20 years of accounting and managerial experience in both the public and private sectors. Ms. Keith has previously acted as Chief Financial Officer of public companies listed on the TSX Venture Exchange and held a senior accounting role for a company listed on the New York Stock Exchange. Areas of focus for Ms. Keith will include regulatory reporting, capital management, business process improvements, system optimization, internal controls and management reporting. Ms. Keith earned an Arts and Science Bachelor’s degree from the University of Victoria and obtained the certified General Accountants (CGA) designation thereafter.

#### **ON BEHALF OF THE BOARD**

“Barry Brown”  
President

Fort St James Nickel Corp. 604-488-3900

This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities described herein in the United States. The securities described herein have not been registered under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”), or any state securities law and may not be offered or sold in the “United States”, as such term is defined in Regulation S promulgated under the U.S. Securities Act, unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration requirements is available.

#### **Forward-Looking Statements**

Forward-looking statements are based on the then-current expectations, beliefs, assumptions, estimates and forecasts about the business and the industry and markets in which the Company operates, including that: the current price of and demand for minerals being targeted by the Company will be sustained or will improve; the Company’s current exploration programs and objectives can be achieved; results of exploration activities; the Company will be able to obtain required exploration licenses and other permits; general business and economic conditions will not change in a material adverse manner; financing will be available if and when needed on reasonable terms; the Company will not experience any material accident; and the Company will be able to identify and acquire additional mineral interests on reasonable terms or at all. Forward-looking statements are not guarantees of future performance and involve risks, uncertainties and assumptions which are difficult to predict. Investors are cautioned that all forward-looking statements involve risks and uncertainties, including: that resource exploration and development is a speculative business; that the Company may lose or abandon its property interests or may fail to receive necessary licenses and permits; equipment breakdowns; labour disputes; the increase in cost estimates and the potential for unexpected costs and expenses; the results of exploration activities; that environmental laws and regulations may become more onerous; that the Company may not be able to raise additional funds when necessary; potential defects in title to the Company’s properties; fluctuating prices of commodities;

operating hazards and risks; competition; potential inability to find suitable acquisition opportunities and/or complete the same; and other risks and uncertainties listed in the Company's public filings. These risks, as well as others, could cause actual results and events to vary significantly. Accordingly, readers should not place undue reliance on forward-looking statements and information, which are qualified in their entirety by this cautionary statement. Factors that could cause actual results to differ materially from those in forward-looking statements include exploitation and exploration successes or lack thereof, continued availability of financing, and general economic, market or business conditions. There can be no assurance that forward-looking information, or the material factors or assumptions used to develop such forward looking information, will prove to be accurate. The Company does not undertake any obligations to release publicly any revisions for updating any voluntary forward-looking statements, except as required by applicable securities law.

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