

This is the form of material change report required under Section 85(1) of the Securities Act.

BC FORM 51-102F3
(formerly Form 53-901F)

Securities Act

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

Item 1. Reporting Issuer

E3 Metals Corp.
205 - 227 10 St NW
Calgary, Alberta T2N 1V5

Item 2. Date of Material Change

December 21, 2017

Item 3. Press Release

Issued on December 21, 2017, at Vancouver, BC Canada

Item 4. Summary of Material Change

E3 METALS CORP. announces that it has been awarded \$40,000 of grant funding from the Industrial Research Assistance Program (IRAP) and it has appointed Liz Lappin as an Officer of the Company.

Item 5. Full Description of Material Change

Please see attached press release.

Item 6. Reliance on Section 85(2) of the Act

N/A

Item 7. Omitted Information

None

Item 8. Senior Officers/Directors

The following senior officers/directors of the Issuer are knowledgeable about the material change and may be contacted by the Commission at the address and telephone number:

Peeyush Varshney
Director
Suite 2050 – 1055 West Georgia St.
Vancouver, BC
V6E 3P3
(604) 684-2181

Chris Doornbos
President, CEO & Director
PO BOX 61187
Calgary, AB
T2N 4S6
(587) 324 2775

Item 9. Statement of Senior Officer/Director

The foregoing accurately discloses the material change referred to herein.

Dated this 21st day of December, 2017.

“Peeyush Varshney”

Peeyush Varshney
Name

Director
Position / Title

Vancouver, B.C.
Place of Declaration

E3 Metals Announces Industrial Research Assistance Program (IRAP) Funding and appoints Liz Lappin as an Officer of the Company

HIGHLIGHTS

- E3 Awarded \$40,000 in grant funding from Industrial Research Assistance Program (IRAP)
- Staff focused on Petro-Lithium extraction and NI 43-101 Resource delivery to join the Company in January 2018
- Liz Lappin (P. Geo) appointed as an Officer of the Company in the role of VP Project Development

Vancouver, BC – December 21, 2017 – E3 METALS CORP. (TSX-V: ETMC, FSE: OU7A, OTC: EEMMF) (the “Company”, “E3” or “E3 Metals”) is pleased to announce it has been awarded \$40,000 of grant funding from the Industrial Research Assistance Program (IRAP) towards the salaries of an Intermediate Chemical Process Engineer and a Junior Geologist for a period of 6 months. The Engineer will be focused on developing and optimizing the E3 Metals extraction flow sheet, a key focus for the Company in 2018. The Geologist will be focused on supporting the technical team to deliver National Instrument 43-101 (NI 43-101) compliant resources, including a new Inferred Resource and upgrading Inferred Resources to Measured and Indicated.

The Company is also pleased to announce it has appointed Liz Lappin as Vice President Project Development. Liz joined the Company in early 2017 as Exploration Manager, and has been responsible for leading the delivery of two NI 43-101 Inferred Resources in 2017 and building collaborative relationships with 11 operators to facilitate the ongoing sampling program. “Liz has been an instrumental part of the team over the past 7 months.” stated E3’s CEO Chris Doornbos. “Her determination and drive have allowed E3 Metals to achieve its technical goals. Her new position will allow her to expand into developing the project parameters, coordinating government liaison and continuing with our grant funding; all critical elements for 2018.”

Liz Lappin’s Bio

Liz is a Professional Geologist with a solid background in capturing value from Alberta’s hydrocarbon and geothermal resources. Leveraging a foundation of technical excellence and creative collaboration between disciplines, Liz is now driving E3’s technical group towards the development of lithium brine projects and maximizing shareholder value. Working across Western North America, Liz built a foundation of technical experience with oil and gas majors such as Cenovus, Encana and Suncor. More recently, Liz was the founder and principal consultant at Castle Rock Consulting Ltd., a boutique consulting firm which specializes in geothermal value creation for the energy industry in Canada. She was appointed a Fellow with the Energy Futures Lab in 2017 and volunteers for the Canadian Geothermal Energy Association working on policy initiatives. Liz was honoured to receive a 2017 Young Women in Energy award for her leadership and commitment to pioneering new and innovative initiatives in Alberta’s energy space.

About E3 Metals

E3 Metals is a publically listed company in the emerging Petro-Lithium space (TSXV: ETMC). E3 has brought together an experienced team that has secured the lithium (and

other mineral) rights to over 580,000 hectares (~1.4 million acres) in Alberta covering the prolific Leduc Reservoir. Over 60 years of reservoir data from the oil and gas operators is readily available, and E3 has acquired this data to target its own sampling of the brines from existing wells. This now includes the development of a sizable lithium resource that can be potentially exploited by direct lithium extraction technologies currently under development by industry leaders. More information about E3 Metals can be found our website by visiting: www.e3metalscorp.com.

ON BEHALF OF THE BOARD OF DIRECTORS,

Chris Doornbos, President & CEO

E3 METALS CORP.

Neither the 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.

Chris Doornbos (P.Geo), CEO and Director of E3 Metals Corp., is a Qualified Person as defined by National Instrument 43-101 and has read and approved the technical information contained in this announcement

This news release includes certain forward-looking statements concerning the development of the Company's Alberta Petro-Lithium Project, the Company's intention to establish a mineral resource estimate in respect of its Alberta Petro-Lithium Project and the results thereof, the reliability or accuracy of sampling results, the anticipated results of future sampling programs, the future performance of our business, its operations and its financial performance and condition, as well as management's objectives, strategies, beliefs and intentions. Forward-looking statements are frequently identified by such words as "may", "will", "plan", "expect", "anticipate", "estimate", "intend" and similar words referring to future events and results. Forward-looking statements are based on the current opinions and expectations of management. All forward-looking information is inherently uncertain and subject to a variety of assumptions, risks and uncertainties, including the speculative nature of mineral exploration and development, fluctuating commodity prices, results of current and future testing, competitive risks and the availability of financing, as described in more detail in our recent securities filings available at www.sedar.com. Actual events or results may differ materially from those projected in the forward looking statements and we caution against placing undue reliance thereon. We assume no obligation to revise or update these forward looking statements except as required by applicable law.