51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

District Metals Corp.
Suite 918 - 1030 West Georgia Street
Vancouver, BC V6E 2Y3

Item 2 Date of Material Change

July 31, 2019

Item 3 News Release

The news release was disseminated through Globe Newswire and SEDAR

Item 4 Summary of Material Change

The Company announced that it has made changes to the board and management. As well, it has launched its website: www.districtmetals.com

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

District Metals Corp. is pleased to announce changes to its Board and management. Ms. Joanna Cameron and Ms. Anna Ladd-Kruger have been appointed to the Board, replacing Mr. Hani Zabaneh and Mrs. Emily Davis. Mrs. Davis will continue as Corporate Secretary of the Company. Lastly, Mr. Galen McNamara will move from Vice President Exploration & Development to Technical Advisor for District Metals.

District Metals Corp. is also pleased to announce the launch of its new corporate website, at www.districtmetals.com where its new corporate presentation is now available.

Garrett Ainsworth, CEO of District, commented: "I am delighted to be working with such an exceptional group that have all achieved a high level of success in the mining industry within their respective disciplines. During our time at NexGen Energy Ltd., Joanna was an essential member of the executive team that accomplished transformational milestones prior to joining DuMoulin Black LLP in 2018. We are also fortunate to have Anna join the District team as her past accomplishments in the mining industry speak volumes. I would like to thank Hani for his assistance in the transition of MK2 Ventures Ltd. to District Metals Corp. I look forward to continuing to work closely with Emily and Galen who have been integral in providing District with the corporate and technical platform to succeed."

Ms. Cameron is a lawyer with DuMoulin Black, and represents both issuers and investment dealers in connection with public and private securities offerings, mergers and acquisitions and other financing transactions. She has particular expertise and experience in the resource sector having previously been Vice President Legal and General Counsel at NexGen Energy

Ltd., which was listed on both the TSX and NYSE, and as corporate secretary for two junior exploration issuers listed on the TSXV. In addition to transactional work, Joanna regularly advises public companies regarding general corporate and securities law matters, including continuous disclosure, corporate governance and Canadian stock exchange issues.

Ms. Cameron was named in the Canadian Legal Lexpert Directory (Mining) for 2015, achieved the Martindale-Hubbell, BV Distinguished rating, named in Best Lawyers in Canada (2013 to 2016) and was a finalist in the Lexpert "Top 40 Under 40" (2009) and the Western Canada General Counsel Awards for Dealmaking (2017). Ms. Cameron holds a B.A. (Honours) from Queen's University, and a Bachelor of Law from the University of Saskatchewan.

Ms. Ladd-Kruger has over 17+ years experience in the mining industry and was most recently the Chief Financial Officer of Trevali Mining Corporation ("Trevali"), a zinc focused mid-tier base metals producer. Ms. Ladd-Kruger was part of the executive management team that grew Trevali from a junior exploration portfolio to a producing company with 4 operating mines in the Americas and Africa, reaching a market cap of over $1 billion on the TSX. Ms. Ladd-Kruger has raised over $1 Billion dollars in debt and equity throughout her career in the mining sector. Ms. Ladd-Kruger has also served as the Chief Financial Officer for several Canadian publicly listed junior mining companies including Crowlight Minerals and Sulliden Gold Corporation. Ms. Ladd-Kruger is currently the Chief Financial Officer and VP Corporate Development at Excellon Resources Inc. (TSX-V: EXN), and an Independent Director on the Board of Integra Resources (TSX-V: ITR).

Ms. Ladd-Kruger began her mining career with Vale S.A. at their Thompson, Manitoba operations and was also the North American Group Controller for Kinross Gold Corporation. Ms. Ladd-Kruger is a Certified Public Accountant (CPA, CMA), and holds a Master of Economics (M.A.) degree and Bachelor of Commerce (B. Comm. Honours) degree from Queen's University and the University of British Columbia.

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 Officer

Garrett Ainsworth, CEO, 604-628-5616

Item 9 Date of Report

August 1, 2019