

MATERIAL CHANGE REPORT
Form 51-102F3
Section 7.1 of National Instrument 51-102

Item 1. Name and Address of Company

Cartier Iron Corporation (“Cartier Iron” or the “Corporation”)
20 Adelaide Street East, Suite 200
Toronto, Ontario M5C 2T6

Telephone: (416) 360-8006
Facsimile: (416) 361-1333

Item 2. Date of Material Change

December 29, 2017

Item 3. News Release (including date and method of dissemination)

A news release was issued in Canada on December 29, 2017 and subsequently filed on SEDAR.

Item 4. Summary of Material Change

Cartier Iron announced that it has fully vested its 55% interest in the Gagnon Holdings Property (“Gagnon Holdings”), pursuant to the Gagnon Holdings Option and Joint Venture Agreement (the “Agreement”) as amended, between Cartier Iron and Champion Iron Mines Limited (“Champion”), a wholly-owned subsidiary of Champion Iron Limited.

As per the terms of the Agreement, with the payment of the remaining \$450,000 option payment to Champion and the repayment of a term loan due from Cartier Iron to Champion in the amount of \$354,145 (inclusive of accrued interest), Cartier Iron fulfilled its obligation to vest its 55% interest in the Gagnon Holdings. A \$400,000 portion of the final option payment was satisfied through the delivery of 500,000 common shares of Eoro Resources Ltd., which Cartier Iron transferred to Champion at a deemed value of \$0.80 per share, as per an agreement in principal between the two parties on November 9, 2017.

Following the earn-in, Cartier Iron and Champion, as holder of the remaining 45% interest in the Gagnon Holdings, have formed a joint venture reflective of their proportionate ownership interests in order to further explore and develop the properties, located in the southern portion of the Labrador Trough. In the event that a joint venture party’s interest is diluted below 10%, it will be converted to a 1% royalty, half of which may be purchased for \$3 million.

Item 5. Full Description of Material Change

Cartier Iron announced that it has fully vested its 55% interest in the Gagnon Holdings Property (“Gagnon Holdings”), pursuant to the Gagnon Holdings Option and Joint Venture Agreement (the “Agreement”) as amended, between Cartier Iron and Champion Iron Mines Limited (“Champion”), a wholly-owned subsidiary of Champion Iron Limited.

As per the terms of the Agreement, with the payment of the remaining \$450,000 option payment to Champion and the repayment of a term loan due from Cartier Iron to Champion in the amount of \$354,145 (inclusive of accrued interest), Cartier Iron fulfilled its

obligation to vest its 55% interest in the Gagnon Holdings. A \$400,000 portion of the final option payment was satisfied through the delivery of 500,000 common shares of Eoro Resources Ltd., which Cartier Iron transferred to Champion at a deemed value of \$0.80 per share, as per an agreement in principal between the two parties on November 9, 2017.

Following the earn-in, Cartier Iron and Champion, as holder of the remaining 45% interest in the Gagnon Holdings, have formed a joint venture reflective of their proportionate ownership interests in order to further explore and develop the properties, located in the southern portion of the Labrador Trough. In the event that a joint venture party's interest is diluted below 10%, it will be converted to a 1% royalty, half of which may be purchased for \$3 million.

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

Not applicable

Item 7. Omitted Information

Not applicable

Item 8. Executive Officer

Inquiries in respect of the material change referred to herein may be made to:

Jorge Estepa, Vice-President
Phone: (416) 360-8006

Item 9. Date of Report

This report is dated as of the 8th day of January, 2018.