

**FIRST ENERGY METALS LIMITED
FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1: Name and Address of Company

FIRST ENERGY METALS LIMITED (the "Company")
1601-675 West Hastings Street
Vancouver, BC V6B 1N2

Item 2: Date of Material Change

July 11, 2017

Item 3: News Release

The News Release was disseminated by Stockwatch on July 11, 2017 and a copy filed on SEDAR.

Item 4: Summary of Material Change

The Company announced changes to the Board of Directors and Management.
The Company also announced grant of stock options.

Item 5: Full Description of Material Change

5.1 Full Description of Material Change

The Company accepted the resignation of Ronald Lang as a Director and as President and CEO. The Company appointed Ernest Peters to the Company's Board of Directors and as the Company's new President and CEO.

The Company also granted, subject to regulatory approval, 900,000 incentive stock options to its directors and officers. The options are exercisable for a period of five years expiring on July 11, 2022 at an exercise price of \$0.05 per common share.

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable

Item 7: Omitted Information

Not applicable

Item 8: Executive Officer

Dennis Cojuco, CFO – Telephone: (604) 558-3908

Item 9: Date of Report

July 11, 2017