

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

Item 1: Name and Address of Company

FIRST ENERGY METALS LIMITED (the "Company")
900-580 Hornby Street
Vancouver, BC V6C 3B6

Item 2: Date of Material Change

December 22, 2017

Item 3: News Release

The News Release was disseminated by FSC Wire on December 22, 2017 and a copy filed on SEDAR.

Item 4: Summary of Material Change

The Company announced changes to the Board of Directors.

Item 5: Full Description of Material Change

5.1 Full Description of Material Change

First Energy Metals Limited ("First Energy" or the "Company") announces the resignation of Mr. Warren Mirko as a director of the Company. The Company wishes to sincerely thank Mr. Mirko for his service and wishes him success in his current and future business endeavors.

The Company also announces the appointment of Mr. Gurminder Sangha, effective immediately, to the Company's Board of Directors. Mr. Sangha is an independent business advisor to the resources industry and brings over twelve years of management and financing expertise in both public and private companies. Mr. Sangha has served as a board member of various TSX Venture Exchange listed companies and assisted with corporate finance duties, business development activities, and governance.

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

Ernest Peters, President and Chief Executive Officer – Telephone: (604) 632-9602

Item 9: Date of Report

December 22, 2017