

Form 51-102F3
Material Change Report

Item 1. Reporting Issuer

AVARONE METALS INC.
507 – 700 West Pender Street
Vancouver, BC V6C 1G8
Telephone: (604) 669-9788

Item 2. Date of Material Change

February 6, 2014

Item 3. Press Release

Issued on February 6, 2014 at Vancouver, British Columbia, Canada and disseminated through Stockwatch and Baystreet.

Item 4. Summary of Material Change

Vancouver, B.C., February 6, 2014 – Avarone Metals Inc. (TSX-V: AVM; Frankfurt: W2U; WKN: A1XDSF) (“the Company” or “Avarone”) is pleased to announce the appointment of Dr. Peter Born, P.Geo., to the Board of Directors of the Company, effective February 6, 2014. To accommodate the appointment of Dr. Born, Mr. Lawrence Talbot has resigned from the Board of Directors but will continue to provide support as a member of the Company’s Advisory Board.

Item 5. Full Description of Material Change

See attached press release.

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

N/A

Item 7. Omitted Information

None

Item 8. Senior Officers

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

Marc Levy
CEO
(604) 669-5778 ext. 105

Item 9. Date of Report February 6, 2014

AVARONE METALS INC.

Suite 507 - 700 West Pender Street
Vancouver, British Columbia
V6C 1G8

AVARONE ANNOUNCES APPOINTMENT OF DIRECTOR

February 6, 2014

TSX-V: AVM

Vancouver, B.C., February 6, 2014 – Avarone Metals Inc. (TSX-V: AVM; Frankfurt: W2U; WKN: A1XDSF) (“the Company” or “Avarone”) is pleased to announce the appointment of Dr. Peter Born, P.Geo., to the Board of Directors of the Company, effective February 6, 2014. To accommodate the appointment of Dr. Born, Mr. Lawrence Talbot has resigned from the Board of Directors but will continue to provide support as a member of the Company’s Advisory Board.

Dr. Born is a registered and professional geologist with the Association of Professional GeoScientists of Ontario and is a Fellow of the Geological Association of Canada. He brings over 30 years of exploration/mining experience to the Company including project evaluation/feasibility studies for senior and junior companies in Canada. This includes several years of uranium exploration in the Athabasca Basin of Saskatchewan and the Thelon Basin of the Northwest Territories, Canada. He worked previously as senior geologist with Western Mining Corporation (WMC) as well as a consultant/senior geologist, modeling the Aquarius ore body with Echo Bay Mines Ltd. He is currently working with RPS Energy Canada Ltd. on natural gas plays related to high temperature dolomites and sedimentary zinc deposits (MVT) within the Appalachian Basin (USA). Dr. Born holds a Ph.D. in Earth Sciences with expertise in Precambrian Sedimentary Geology, Basin Analysis, Sedimentology, Stratigraphy and Sedimentary Ore Deposits.

Marc Levy, President & CEO commented, “We are very pleased to welcome Dr. Born to our board of directors. Peter is a high caliber geologist and his extensive geological and technical experience will play a significant role in the success of our future exploration programs. I would like to personally thank Mr. Lawrence Talbot for his many years of dedication and significant contributions to Avarone as a past CEO and director and I look forward to his continued guidance as member of our Advisory Board.”

On behalf of the Board of Directors,

AVARONE METALS INC.

“Marc E. Levy”

Marc E. Levy
President & CEO

For more information contact the Company at:

Telephone: (604) 669-9788

Facsimile: (604) 669-9768

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