

FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

Legion Metals Corp.
600 – 1090 West Georgia Street
Vancouver, British Columbia, V6E 3V7

2. Date of Material Change

September 14, 2017

3. News Release

The news release announcing the material change was disseminated on September 14, 2017, through Accesswire. The news release was also filed with the British Columbia, Alberta and Ontario Securities Commissions on SEDAR.

4. Summary of Material Change

Legion Metals Corp. announced that it has completed its initial public offering by issuing an aggregate of 4,039,600 common shares (the “Legion Shares”) at a price of \$0.10 per share for gross proceeds of \$403,960. The Canadian Securities Exchange (the “CSE”) has listed the Legion Shares and has advised the Company that the Legion Shares will commence trading on the CSE on or about September 18, 2017.

5.1 Full Description of Material Change

See attached news release.

5.2 Disclosure for Restructuring Transactions

N/A

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

Not applicable.

7. Omitted Information

No information has been intentionally omitted from this material change report.

8. Executive Officer

Peter Smith, CEO
778.999.7030

9. Date of Report

September 14, 2017

LEGION METALS CORP. COMPLETES INITIAL PUBLIC OFFERING

Vancouver, B.C. - September 14, 2017 – Legion Metals Corp. (“Legion” or the “Company”) (CSE: LEGN) is pleased to announce that it has completed its initial public offering by issuing an aggregate of 4,039,600 common shares (the “Legion Shares”) at a price of \$0.10 per share for gross proceeds of \$403,960. The Canadian Securities Exchange (the “CSE”) has listed the Legion Shares and has advised the Company that the Legion Shares will commence trading on the CSE on or about September 18, 2017.

Echelon Wealth Partners Inc. (the “Agent”) acted as agent for the IPO and received a cash commission of \$39,271, a corporate finance fee of \$10,000 and 392,710 Agent’s warrants, with each Agent’s warrant exercisable for one Legion Share at a price of \$0.10 per share until September 14, 2019.

The Company intends to use the net proceeds from the IPO for exploration of its Millen Mountain Property, expenses of the IPO and general working capital.

About the Company

The Company is a Vancouver-based mineral exploration company currently focused on the exploration and development of its Millen Mountain Property, which is comprised of 80 mineral claims covering approximately 1,280 hectares in Nova Scotia, Canada. For further information, please refer to the Company's disclosure record on SEDAR (www.sedar.com) or contact the Company by telephone at 778.999.7030.

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This press release contains “forward-looking information” that is based on the Company’s current expectations, estimates, forecasts and projections. This forward-looking information includes, among other things, the Company’s business, plans, outlook and business strategy. The words “may”, “would”, “could”, “should”, “will”, “likely”, “expect”, “anticipate,” “intend”, “estimate”, “plan”, “forecast”, “project” and “believe” or other similar words and phrases are intended to identify forward-looking information. Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the Company’s actual results, level of activity, performance or achievements to be materially different from those expressed or implied by such forward-looking information. Such factors include, but are not limited to: changes in economic conditions or financial markets; increases in costs; litigation; legislative, environmental and other judicial, regulatory, political and competitive developments; and technological or operational difficulties. This list is not exhaustive of the factors that may affect our forward-looking information. These and other factors should be considered carefully and readers should not place undue reliance on such forward-looking information. The Company does not intend, and expressly disclaims any intention or obligation to, update or revise any forward-looking information whether as a result of new information, future events or otherwise, except as required by applicable law.

The CSE has not reviewed, approved or disapproved the contents of this press release.