

**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**

October 3, 2017

**3. News Release**

The news release announcing the material change was disseminated on October 4, 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. entered into an amended and restated property option agreement (the “Amended Option Agreement”) respecting the Company’s Millen Mountain Property in Nova Scotia (the “Property”) with Probe Metals Inc. (“Probe”). Under the Amended Option Agreement, the parties have agreed that upon successfully earning a 50% interest in the Property, Probe will have the right to earn an additional 25% interest in the Property (for an aggregate 75% interest) by incurring an additional \$250,000 in exploration expenditures (for an aggregate of \$500,000 in exploration expenditures) by October 2019. The Amended Option Agreement also increases, from 1% to 2%, the net smelter royalty payable to a party that has its interest in the Property diluted to 10% or less pursuant to the joint venture to be formed once Probe earns its interest in the Property.

**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**

October 4, 2017

## **Legion Metals Corp. Agrees to Expand Option Agreement with Probe Metals Inc.**

**Vancouver, B.C. – October 4, 2017 – Legion Metals Corp.** (“Legion” or the “Company”) (CSE: **LEGN**) is pleased to announce that it has entered into an amended and restated property option agreement (the “Amended Option Agreement”) respecting the Company’s Millen Mountain Property in Nova Scotia (the “Property”) with Probe Metals Inc. (“Probe”).

In April 2017, the Company entered into a property option agreement whereby Probe may earn a 50% interest in the Property by incurring exploration expenditures of \$250,000 by October 2018. Under the Amended Option Agreement, the parties have agreed that upon successfully earning a 50% interest in the Property, Probe will have the right to earn an additional 25% interest in the Property (for an aggregate 75% interest) by incurring an additional \$250,000 in exploration expenditures (for an aggregate of \$500,000 in exploration expenditures) by October 2019. The Amended Option Agreement also increases, from 1% to 2%, the net smelter royalty payable to a party that has its interest in the Property diluted to 10% or less pursuant to the joint venture to be formed once Probe earns its interest in the Property.

Peter Smith, the Company’s President and CEO, said “we are very pleased to expand Probe’s option for the Millen Mountain property. Probe’s desire to increase its earn-in rights in the property reflects the property’s potential. In amending the option agreement, we feel that it is in the Company’s best interests to rely on Probe’s exploration guidance, which also enables the Company to preserve its 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](http://www.sedar.com)) or contact the Company by telephone at 778.999.7030.

ON BEHALF OF THE BOARD

*“Peter Smith”*

Peter Smith, President and CEO

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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.