

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1 Name and Address of Company

United Battery Metals Corp. (the "Company")
1080 - 789 West Pender Street
Vancouver, BC, V6C 1H2

Item 2 Date of Material Change

November 6, 2018

Item 3 News Release

The news release attached hereto as Schedule "A" announcing the material change described herein was disseminated through the news dissemination services of ACCESSWIRE on November 5, 2018.

Item 4 Summary of Material Change

The Company announced its intention to close on November 6, 2018 its oversubscribed non-brokered private placement financing of 485,434 units, each issued at a price of \$1.15, for aggregate gross proceeds of \$558,249.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please see the news release attached as Schedule "A" for a full description of the material change.

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

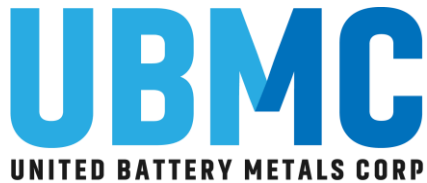
Not applicable.

Item 8 Executive Officer

Matthew Rhoades, Chief Executive Officer and Director
Telephone: (604) 428-9063

Item 9 Date of Report

November 6, 2018



/ NOT FOR DISSEMINATION IN THE UNITED STATES OR THROUGH UNITED STATES NEWSWIRE SERVICES /

UNITED BATTERY METALS ANNOUNCES CLOSING OF OVERSUBSCRIBED PRIVATE PLACEMENT

Vancouver, B.C. (November 5, 2018) – Further to its news release of October 31, 2018, United Battery Metals Corp. (CSE: UBM, OTC: UBMCF, FWB: OUL) ("**United Battery Metals**" or the "**Company**") intends to close on November 6, 2018 its oversubscribed non-brokered private placement financing (the "**Financing**") of 485,434 units (the "**Units**"), each issued at a price of \$1.15, for aggregate gross proceeds of \$558,249.

Each Unit consists of one common share in the capital of the Company (a "**Common Share**") and one-half of one Common Share purchase warrant, whereby each whole warrant (a "**Warrant**") is exercisable for one Common Share at a price of \$1.25 for a period of 24 months from the date of issuance.

In connection with the Financing, the Company will not pay any finders' fees.

The net proceeds from the financing are to be used for continued exploration of the company's Wray Mesa vanadium property and for general and administrative expenses. The securities issued pursuant to the financing (and any securities issued upon the exercise thereof) are subject to a hold period which will expire four months and one day from the date of closing of the financing.

We seek Safe Harbor.

ON BEHALF OF THE BOARD OF
UNITED BATTERY METALS CORP.

/s/ Matthew Rhoades
Matthew Rhoades
Chief Executive Officer and Director

For further information, please telephone: (604) 428-9063

Neither the Canadian Securities Exchange nor its Regulation Services Provider accepts responsibility for the adequacy or accuracy of this news release and has neither approved nor disapproved the contents of this news release.

Cautionary Statement Regarding Forward-Looking Information

This news release contains "forward-looking information" within the meaning of applicable securities laws, including statements relating to the Company's use of proceeds from the Financing and the outlook of the business of the Company. Although the Company believes in light of the experience of its officers and directors, current conditions and expected future developments and other factors that have been considered appropriate that the expectations reflected in this forward-looking information are reasonable, undue reliance should not be placed on them because the Company can give no assurance that they will prove to be correct. Actual results and developments may differ materially from those contemplated by these statements. The statements in this news release are made as of the date of this release. Except as required under applicable securities legislation, the Company undertakes no obligation to update or revise forward-looking information that is incorporated by reference herein, except as required by applicable securities laws.