

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

ITEM 1. NAME AND ADDRESS OF COMPANY

Flow Metals Corp. (the "Issuer")
810 – 789 West Pender Street
Vancouver, BC V6Z 2R9

ITEM 2. DATE OF MATERIAL CHANGE

June 12, 2019

ITEM 3. NEWS RELEASE

The new release was filed on SEDAR and disseminated through the facilities of Market News Publishing and Stockwatch on June 14, 2019.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Issuer announced that it has closed a private placement of 4,000,000 units at a price of \$0.05 per unit. Each unit consists of one common share and one common share purchase warrant. Each common share purchase warrant shall entitle the holder thereof to purchase an additional common share at a price of \$0.10 for a period of 24 months from issuance. All securities issued are subject to a four month and one day hold period from issuance.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

See attached news release.

ITEM 6. RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102

Not Applicable.

ITEM 7. OMITTED INFORMATION

There are no significant facts required to be disclosed herein which have been omitted.

ITEM 8. EXECUTIVE OFFICER

Contact: Scott Sheldon, President
Telephone: (604) 725.1857

ITEM 9. DATE OF REPORT

June 14, 2019

FLOW METALS CLOSES PRIVATE PLACEMENT

Vancouver, BC, JUNE 14, 2019 – Flow Metals Corp. (“Flow Metals” or the “Company”) is pleased to announce that it has closed its non-brokered private placement (the “Private Placement”) with the issuance of 4,000,000 units (“Units”) at \$0.05 per Unit for gross proceeds of \$200,000. Each Unit consisting of a common share (“Share”) in the capital of the Company and a whole share purchase warrant (“Warrant”), each Warrant entitling the holder to purchase an additional Share for \$0.10 per Share. No finder’s fees were incurred.

All securities issued in connection with the Private Placement are subject to a prescribed four month hold and restricted trading period. The Company intends to use the net proceeds of the Private Placement for mineral resource exploration of its properties and for general working capital.

About Flow Metals Corp.

Flow Metals is a Vancouver based exploration company. The Company develops exciting data rich gold projects with low capital requirements.

For further information, please contact:

Scott Sheldon, President

604.725.1857

scott@flowmetals.com

Forward-Looking Information:

This press release may include “forward-looking information” (as that term is defined by Canadian securities legislation), concerning the Company’s business. Forward-looking information is based on certain key expectations and assumptions made by the Company’s management, including future plans for the exploration and development of its mineral properties. Although the Company believes that such expectations and assumptions are reasonable, investors should not rely unduly on such forward-looking information as the Company can give no assurance they will prove to be correct. Forward-looking statements in this press release are made as of the date of this press release. The Company disclaims any intent or obligation to publicly update any forward-looking information (whether as a result of new information, future events or results, or otherwise) other than as required by applicable securities laws.