Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Reporting Issuer

Dome Ventures Corporation (the "**Company**")
Suite 2200, 885 West Georgia Street
Vancouver, British Columbia V6C 3L6

Item 2. Date of Material Change

January 11, 2010

Item 3. News Release

A news release announcing the material change referred to in this report was issued on January 11, 2010.

Item 4. Summary of Material Change

The Company announced the closing of a brokered private placement of special warrants ("**Special Warrants**") for gross proceeds of US$13,010,000 at a price of US$0.45 per Special Warrant. Each Special Warrant will be automatically converted, without additional consideration, to one share of common stock of the Company upon the satisfaction of certain conditions (as discussed herein).

Item 5. Full Description of Material Change

See news release attached as Appendix "A".

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

Not applicable.

Item 7. Omitted Information

Not applicable.

Item 8. Executive Officer

The name and business telephone number of an officer who is knowledgeable about the material change and this report is as follows:

Brian D. Edgar, President and Chief Executive Officer
Phone: (604) 604-687-5800

Item 9 Date of Report

January 14, 2010

APPENDIX A

DOME VENTURES CORPORATION

NOT FOR DISSEMINATION IN THE UNITED STATES OR FOR DISTRIBUTION TO U.S. NEWSWIRE SERVICES AND DOES NOT CONSTITUTE AN OFFER OF THE SECURITIES DESCRIBED HEREIN

Vancouver, British Columbia, January 11, 2010 – Dome Ventures Corporation (TSX-V: DV.U) (“Dome” or the “Company”) is pleased to announce that it has closed the previously announced private placement of special warrants of the Company (each a “Special Warrant”) at a price of US$0.45 per Special Warrant for gross proceeds of US$13,010,000 (the “Offering”). Cormark Securities Inc. and Haywood Securities Inc. (together, the “Agents”) acted as agents in connection with the Offering. Each Special Warrant will be automatically converted, without additional consideration, to one share of common stock of the Company upon the satisfaction of the Release Conditions (as described below).

The Company will pay the Agents at the closing of the merger (as described below) a cash commission equal to 6.0% of the gross proceeds of the Offering and pay to Cormark Securities Inc. an advisory fee of $300,000.

The gross proceeds from the sale of the Special Warrants will be held in escrow subject to the satisfaction of the Release Conditions.

Upon satisfaction of the Release Conditions and the completion of the previously announced merger of Dome and Metalline Mining Company (“Metalline”), the net proceeds from the Offering will be used for exploration and development at Metalline’s Sierra Mojada project and for general working capital.

The Release Conditions are (i) the approval of the NYSE Amex to list the shares of Metalline common stock to be issued as part of the merger and the approval of the TSX Venture Exchange to the merger of the Company and Metalline, (ii) the US registration statement of Metalline registering the issuance of the shares of Metalline to the holders of Dome shares having been declared effective and (iii) the Company having confirmed that all the conditions to the merger, including the requisite approval of the shareholders of both Dome and Metalline, have been satisfied or waived.

If the Release Conditions are not satisfied by July 10, 2010, then the proceeds of the Offering, plus any interest and less any withholding taxes, will be repaid to the holders of the Special Warrants.

On behalf of the Board of

DOME VENTURES CORPORATION

Brian D. Edgar

BRIAN D. EDGAR
President and Chief Executive Officer

For further information, contact Brian D. Edgar, President and Chief Executive Officer at (604) 687-5800 or visit our web site at www.domeventures.com.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

This news release contains forward-looking statements. These statements are based on information currently available to the Company and the Company provides no assurance that actual results will meet management’s *expectations. Forward-looking statements include statements and expectations that describe the Company's future plans, objectives or goals, including words to the effect that the Company or management expects a stated condition or result to occur. Forward-looking statements may be identified by such terms as "anticipates", "believes", "could", "estimates", "expects", "may", "shall", "will", or "would". Since forward-looking statements are based on assumptions and address future events and conditions, by their very nature they involve inherent risks and uncertainties. Actual results relating to, among other things, the receipt of the approvals relating to the merger with Metalline, the satisfaction of the other conditions to the merger with Metalline, the completion of the merger with Metalline, Metalline's ability to raise interim financing, results of exploration and development activities of the Company or Metalline and the Company's and Metalline's financial condition and prospects could differ materially from those currently anticipated in such statements for many reasons such as: changes in general economic conditions and conditions in the financial markets; changes in demand and prices for minerals; litigation, legislative, environmental and other judicial, regulatory, political and competitive developments; technological and operational difficulties encountered in connection with the activities of the Company; and other matters discussed in this news release. This list is not exhaustive of the factors that may affect any of the Company's forward-looking statements. These and other factors should be considered carefully and readers should not place undue reliance on the Company's forward-looking statements. The Company does not undertake to update any forward-looking statement that may be made from time to time by the Company or on its behalf, except in accordance with applicable securities laws.*

This press release is not an offer or a solicitation of an offer of securities. This press release has been issued to comply with the rules and regulations of the TSX Venture Exchange and securities laws applicable in Canada. The offer and sale of the securities referred to in this press release have not been and will not be registered under the United States Securities Act of 1933, as amended (the "1933 Act"), and may not be offered or sold in the United States or to a "U.S. person", as such term is defined in regulations under the 1933 Act, except pursuant to a registration statement under the 1933 Act or an exemption therefrom.