

This is the form of material change report required under Section 85(1) of the Securities Act.

BC FORM 51-102F3
(formerly Form 53-901F)

Securities Act

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

Item 1. Reporting Issuer

E3 Metals Corp.
Suite 2050 – 1055 West Georgia Street
Vancouver, BC V6E 3P3
(604) 684-2181

Item 2. Date of Material Change

October 19, 2017

Item 3. Press Release

Issued on October 19, 2017, at Vancouver, BC Canada

Item 4. Summary of Material Change

E3 METALS CORP. announces that results from the first round of lithium sampling have confirmed historical data ranging from 29.1 mg/L to 84.8 mg/L at actively producing oil and gas wells across a portion of the Company's Petro-Lithium Project in Alberta. E3 Metals' sampling program has been completed without the requirement for drilling a well, taking advantage of the existing infrastructure on E3's permit areas.

Item 5. Full Description of Material Change

Please see attached press release.

Item 6. Reliance on Section 85(2) of the Act

N/A

Item 7. Omitted Information

None

Item 8. Senior Officers/Directors

The following senior officers/directors of the Issuer are knowledgeable about the material change and may be contacted by the Commission at the address and telephone number:

Peeyush Varshney
Director

Chris Doornbos
President, CEO & Director

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Item 9. Statement of Senior Officer/Director

The foregoing accurately discloses the material change referred to herein.

Dated this 19th day of October, 2017.

“Peeyush Varshney”

Peeyush Varshney
Name

Director
Position / Title

Vancouver, B.C.
Place of Declaration

E3 Metals Assay Results Confirm Leduc Reef Trend Enriched in Lithium Across a Broader Area Than Originally Tested

Highlights:

- Lithium concentrations obtained from 43 wells across E3's permit area confirm historic results as high as 84.8 mg/L.
- Lithium concentrations obtained from permit areas never before sampled range from 41.4 mg/L to 79.9 mg/L
- These results will allow E3 Metals to develop its first lithium mineral resource, expected in Q4 2017
- Sampling continues across E3's permit area

Vancouver, BC – October 19, 2017 – E3 METALS CORP. (TSX-V: ETMC, FSE: OU7A, OTC: EEMMF) (the “Company”, “E3” or “E3 Metals”) is pleased to announce that results from the first round of lithium sampling have confirmed historical data ranging from 29.1 mg/L to 84.8 mg/L at actively producing oil and gas wells across a portion of the Company's Petro-Lithium Project in Alberta. E3 Metals' sampling program has been completed without the requirement for drilling a well, taking advantage of the existing infrastructure on E3's permit areas. This has resulted in an very cost-effective sampling and assay program. These results will be used to expedite the completion of the Company's first National Instrument 43-101 lithium mineral resource, which is expected to be completed before the end of 2017. E3 Metals received strong collaborative support from oil and gas operators working in the permit area. This has allowed E3 to confirm lithium concentrations across a broad area, some of which has never previously been tested for lithium. E3 Metals results confirm that the lithium concentrations appear to be consistent throughout the massive Leduc reservoir.

A total of **43** samples were collected during the Company's initial sampling program, including **39** from within the Leduc Formation (Woodbend Group) and **4** from within the Nisku Formation (Winterburn Group). Both the Nisku and Leduc Formations are Devonian-aged, with the Nisku occurring between 10-200 metres stratigraphically above the Leduc across the sampling area. Devonian Formation stratigraphy for the area can be found in E3 Metals' Technical Report dated May 18, 2017 *Geological Introduction to E3 Metals Corp. Clearwater and Exshaw Lithium-Brine Properties in South Central Alberta*, authored by Apex Geoscience Ltd., page 30 (available on SEDAR and on the Company's website at e3metalscorp.com). The lithium values from this sampling program range from **29.1 mg/L to 84.8 mg/L** from within the Leduc Formation and **41.4 mg/L to 74.6 mg/L** from within the Nisku Formation.

The Clearwater area samples average approximately **79.6 mg/L from 4 samples**. Testing is ongoing over the Clearwater area with more results expected in Q4, 2017. In the Rocky area, 12 Leduc wells were sampled with an average of **56.5 mg/L**. 17 Leduc wells were tested in Exshaw West, with an average of **73.6 mg/L**, and 4 Nisku wells were tested in this same area with an average of **57.3 mg/L**. Six Leduc wells were tested in the Exshaw East area, with an average of **42.6 mg/L**. There is a general trend of improved lithium enrichment from east to west in Exshaw. The geographical distribution of results is outlined in Table 1.

Table 1: Lithium Results from E3 Metals' First Round of Sampling

E3 Metals Project Area	Min Li (mg/L)	Average Li (mg/L)	Max Li (mg/L)	Formation	Number of Wells Sampled
Clearwater	76.2	79.6	84.6	Leduc	4
Exshaw West	46.7	73.6	84.8	Leduc	17
Exshaw West	41.4	57.3	74.6	Nisku	4
Exshaw East	29.1	42.6	49.9	Leduc	6
Rocky	52.2	56.5	61.3	Leduc	12

E3 Metals is continuing to collect samples across the Metallic and Industrial Minerals (MIM) permit area with various operators. The second phase of sampling is expected to continue through Q4 2017 and will enable E3 Metals to complete its initial NI 43-101 mineral resource estimate. The initial resource estimate will cover only a small portion of the Company's permit areas; additional sampling is planned to increase the size of the resource estimate.

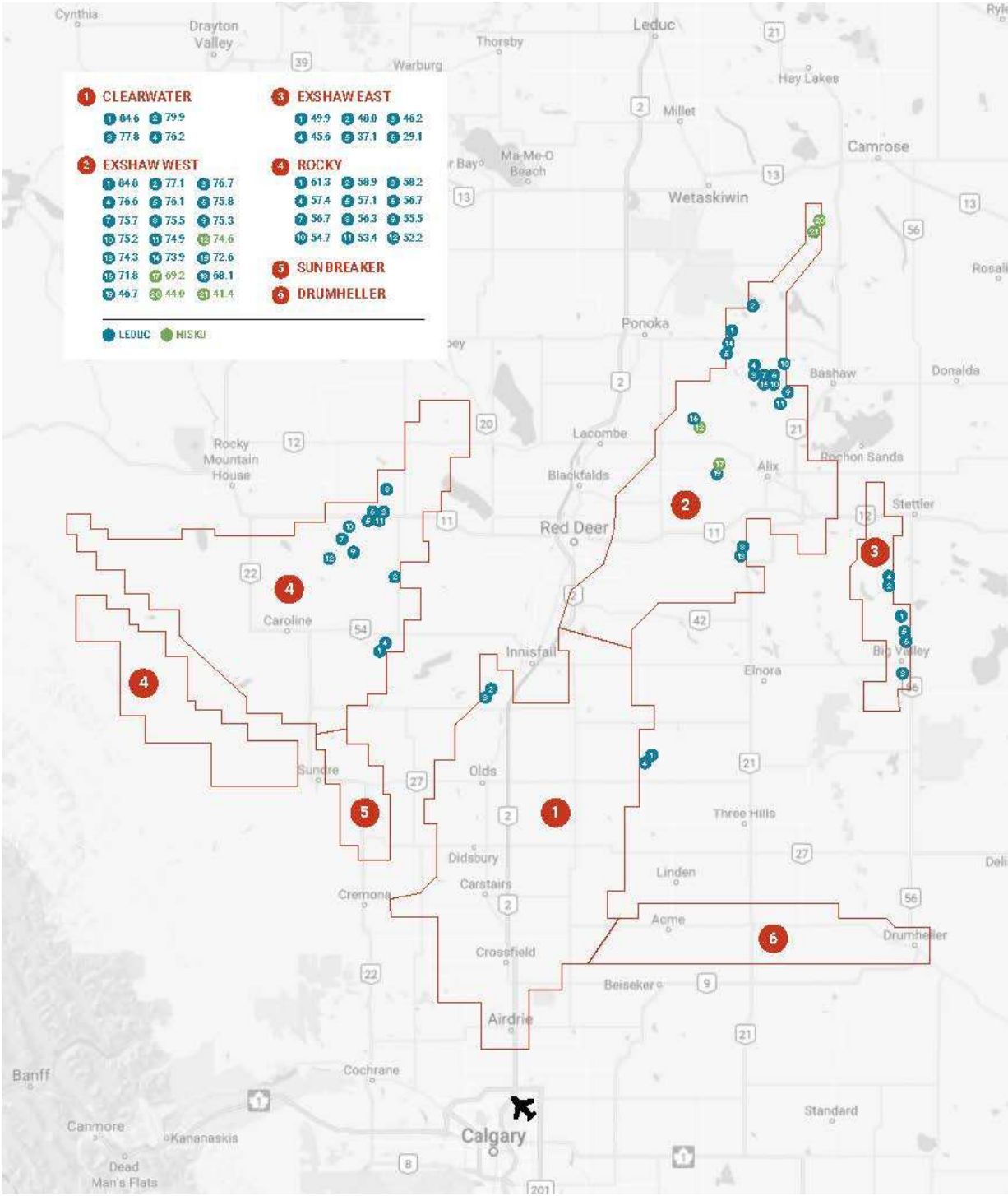


Figure 1: E3 Metals Corp. permit areas (red outline) with sampling results outlined in blue (Leduc Reservoir) and green (Nisku Reservoir).

Update: E3's Alberta Petro-Lithium Project

Petro-Lithium are massive oil and gas reservoirs enriched with lithium in the brine formation water. When the oil is pumped out of these maturing reservoirs by oil and gas operators, ~98% of the fluid that comes with it is water and must be separated from the oil in a separation facility. Not all oil and gas reservoirs contain lithium, which distinguishes E3's 1.4M acres of permits over the prolific Leduc Reservoir. E3's permit area has now been tested and shown to contain significant concentrations of lithium in sampled brines. The rapidly growing electric car and power storage industries have increased lithium demand in a supply-constrained growing industry, creating an opportunity for Petro-Lithium to be an important source to the supply chain in the future.

E3 has demonstrated the ability to leverage the existing oil and gas fields' infrastructure to reduce the exploration costs and development risks compared to conventional exploration for lithium in salars or hard rock deposits. No new drilling and infrastructure building is required for current and proposed exploration. With the trend of decreasing oil and gas production in the area, E3 may be able to acquire infrastructure for minimal cost. While lithium concentrations found in Petro-Lithium projects are generally at the lower end of the current lithium industry production grade curve (around 80 mg/L) it is important to understand that the Leduc Reservoir has the capacity to contain tens of billions of liters of lithium bearing brines with extremely high flow rates. It is estimated that one well can produce up to 20,000,000 liters of water per day from the reservoir. These high brine flow rates combined with new direct lithium extraction technologies currently under development by various entities has potential to create a new source of lithium to supply the expanding lithium industry.

About E3 Metals

E3 Metals is a publically listed company in the emerging Petro-Lithium space (TSXV: ETMC). E3 has brought together an experienced team that has secured the lithium (and other mineral) rights to over 570,000 hectares (~1.4 million acres) in Alberta covering the prolific Leduc Reservoir. Over 60 years of reservoir data from the oil and gas operators is readily available, and E3 has acquired this data to target its own sampling of the brines from existing wells. It is expected that repurposing existing infrastructure and historical data will allow E3 to cost effectively and rapidly define a lithium mineral resource prepared in accordance with NI 43-101. E3's focus is to develop a sizable lithium resource that can be exploited by direct lithium extraction technologies currently under development by industry leaders. More information about E3 Metals can be found our website by visiting: www.e3metalscorp.com.

ON BEHALF OF THE BOARD OF DIRECTORS,

Chris Doornbos, President & CEO

E3 METALS CORP.

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.

Chris Doornbos (P. Geo), CEO and Director of E3 Metals Corp., is a Qualified Person as defined by National Instrument 43-101 and has read and approved the technical information contained in this announcement

This news release includes certain forward-looking statements concerning the development of the Company's Alberta Petro-Lithium Project, the Company's intention to establish a mineral resource estimate in respect of its Alberta Petro-Lithium Project and the results thereof, the reliability or accuracy of sampling results, the anticipated results of future sampling programs, the future performance of our business, its operations and its financial performance and condition, as well as management's objectives, strategies, beliefs and intentions. Forward-looking statements are frequently identified by such words as "may", "will", "plan", "expect", "anticipate", "estimate", "intend" and similar words referring to future events and results. Forward-looking statements are based on the current opinions and expectations of management. All forward-looking information is inherently uncertain and subject to a variety of assumptions, risks and uncertainties, including the speculative nature of mineral exploration and development, fluctuating commodity prices, results of current and future testing, competitive risks and the availability of financing, as described in more detail in our recent securities filings available at www.sedar.com. Actual events or results may differ materially from those projected in the forward looking statements and we caution against placing undue reliance thereon. We assume no obligation to revise or update these forward looking statements except as required by applicable law.