

Form 51-102F3
Material Change Report

1. Name and Address of Company

First Lithium Resources Inc.
Suite 3102 – 788 Richards St.
Vancouver, BC V6B 0C7

(the “Company”)

2. Dates of Material Change(s)

October 27, 2010

3. News Release(s)

A news release was issued on October 27, 2010 and disseminated via Baystreet News and Stockwatch News pursuant to section 7.1 of National Instrument 51-102.

4. Summaries of Material Changes

Vancouver, British Columbia, October 27, 2010 – First Lithium Receives Yukon Gold Sampling Assays, and Completes Lidar Survey

5. Full Description of Material Changes

(1) News Release dated October 27, 2010 – See Schedule “A”

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

Not applicable.

7. Omitted Information

No information has been omitted.

8. Executive Officer

Mr. Craig Naughty, President and CEO of the Company, is knowledgeable about the material change contained herein and may be reached at (604) 669-0401.

9. Date of Report

This report is dated October 27, 2010.

SCHEDULE "A"
to the Material Change Report dated October 27, 2010

October 27, 2010

**TRADING SYMBOLS: MCI-(TSX-V)
FLNTF-(OTC)
MHN-(FSE)**

**FIRST LITHIUM RECEIVES YUKON GOLD SAMPLING ASSAYS, AND
COMPLETES LiDAR SURVEY**

**Vancouver, British Columbia –First Lithium Resources Inc. (the
"Company")**

is pleased to announce it has received from ALS Laboratory Group in Whitehorse, assay results for its recently completed soil sampling program on its Lewis Strike and Lewis Strike South quartz mineral claims (see news release dated August 20, 2010), which are situated approximately 15 kilometres east of the border of Kinross Gold Corp.'s White Gold property.

Assays revealed a high of 61ppb Au with 68 samples containing 10 ppb Au or greater, the level considered "anomalous" in this region. Additionally, 24 of these 68 measured 15ppb or greater.

A LiDAR survey (laser radar) of the properties has now also been completed, and this data, together with the soil assay results and aerial magnetic and radiometric interpretation report are currently being analyzed by Jody Gibson (former Underworld Resources Ltd. exploration geologist), who has been retained to provide the Company with his recommendations on further exploration.

ON BEHALF OF THE BOARD

**Craig Naughty
President & CEO**

For further information contact or Craig Naughty, or visit the website at
www.firstlithiumresources.com