

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

TriMetals Mining Inc. (the “**Company**” or “**TMI**”)
6390 West Sumac Avenue
Denver, Colorado
80123

Item 2 Date of Material Change

January 31, 2019 and February 1, 2019

Item 3 News Release

A news release dated January 30, 2019 was disseminated to the Toronto Stock Exchange and through various other approved public media and filed on SEDAR with applicable securities commissions.

Item 4 Summary of Material Change(s)

Eric Edwards has resigned as TMI's President and Chief Executive Officer and from TMI's Board of Directors effective January 31, 2019.

Matias Herrero has been appointed as Interim President and Chief Executive Officer effective February 1, 2019.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Eric Edwards has resigned as TMI's President and Chief Executive Officer and from TMI's Board of Directors effective January 31, 2019.

Matias Herrero has been appointed as Interim President and Chief Executive Officer effective February 1, 2019. Mr. Herrero previously served as Chief Financial Officer of the Company from July 2012 through October 2017. Mr. Herrero is a CA, CPA, with 14 years of mining industry experience and was involved with TMI in the Malku Khota arbitration proceedings from the beginning.

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

Killian Ruby, Chief Financial Officer
Tel: 604-639-4527

Item 9 Date of Report

February 5, 2019