

FORM 51-102F3

**MATERIAL CHANGE REPORT
UNDER SECTION 7.1 OF NATIONAL INSTRUMENT 51-102**

ITEM 1 **NAME AND ADDRESS OF COMPANY**

EMC Metals Corp. (the Company")
Suite 1100, 888 Dunsmuir Street
Vancouver, British Columbia, V6C 3K4

ITEM 2 **DATE OF MATERIAL CHANGE**

May 3, 2010

ITEM 3 **NEWS RELEASE**

May 4, 2010

ITEM 4 **SUMMARY OF MATERIAL CHANGE**

The Company announced the appointment of Mr. George F. Putnam as President and Chief Executive Officer, and Director of the Company. Mr. Putnam replaced William Sheriff, who served as Interim President of the Company. Mr. Sheriff will continue to serve on the Company's Board of Directors.

Mr. Putnam is the former Chief Financial Officer of QGX Ltd., a Toronto Stock Exchange listed exploration company which was sold in September 2008. Previous experience includes senior executive roles at BHP-Billiton and GE/Utah International.

Mr. Putnam has an Economics degree from Gettysburg College and a Masters Degree in Business Administration from Duke University.

ITEM 5 **FULL DESCRIPTION OF MATERIAL CHANGE**

The Company announced the appointment of Mr. George F. Putnam as President and Chief Executive Officer, and Director of the Company. Mr. Putnam replaced William Sheriff, who served as Interim President of the Company. Mr. Sheriff will continue to serve on the Company's Board of Directors.

Mr. Putnam is the former Chief Financial Officer of QGX Ltd., a Toronto Stock Exchange listed exploration company which was sold in September 2008 to Kerry Holdings Ltd. of Hong Kong for C\$259M. Previous extensive experience includes mining industry senior executive roles at BHP-Billiton and GE/Utah International. While at BHP, he was Chief Financial Officer in the petroleum refining division, which had annual revenues of US\$1.1 billion. He was also CFO at BHP Manganese,

a mining, alloy smelting and refining business which saw revenues of US\$350 million. Previous experience also includes acquisition and divestiture work, associated bank financings, and the negotiation and management of strategic alliances involving long-term product sales contracts.

Mr. Putnam has an Economics degree from Gettysburg College and a Masters Degree in Business Administration from Duke University.

ITEM 6 **RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102**

N/A

ITEM 7 **OMITTED INFORMATION**

N/A

ITEM 8 **EXECUTIVE OFFICER**

Michael O'Brien, Chief Financial Officer and Corporate Secretary
Telephone: (604) 648-4653

ITEM 9 **DATE OF REPORT**

Dated at Vancouver, B.C. this 4th day of May, 2010.