

MATERIAL CHANGE REPORT

Item 1: Name and Address of Reporting Issuer

Metallis Resources Inc.
509 – 207 West Hastings St
Vancouver, BC V6B 1H7

Item 2: Date of Material Change

July 11, 2013

Item 3: News Release

A news release was issued and disseminated on July 11, 2013 through Market News Publishing Inc., posted and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

Pursuant to shareholder approval from the annual and special meeting held on June 13, 2013, the Company announced it has consolidated its common shares on the basis of one new share for every five old shares issued. Further, the Company has also changed its name to Metallis Resources Inc. The Company's newly issued Cusip number is CA 59125R1064 and its new trading symbol on the TSX-Venture Exchange is "MTS". The Company received approval from the TSX Venture Exchange for the above consolidation and change of name on July 10, 2013.

Metallis Resources Inc. has appointed Mr. Fiore Aliperti as its Chief Executive Officer and President of the Company. Mr. Aliperti, who has been a director since the spring of 2012, replaces Mr. Arndt Roehlig, who will remain Director of the Company.

Item 5: Full Description of Material Change

Please see the news release attached as Schedule "A" hereto for a full description of the material change.

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

Not applicable.

Item 7: Omitted Information

None.

Item 8: Executive Officer

For further information, please contact:
Fiore Aliperti, Director
Telephone: (604) 569-1236

Item 9: Date of Report

July 11, 2013

The TSX-V Stock Exchange has neither approved nor disapproved the contents of this news release.

METALLIS RESOURCES INC.

509 – 207 West Hastings St
Vancouver, BC V6B 1H7

**CHANGE OF NAME TO METALLIS RESOURCES INC. AND NEW CEO AND
PRESIDENT**

July 11, 2013

TSX-V Symbol: MTS

Mr. Arndt Roehlig reports:

Vancouver, BC: Metallis Resources Inc. (the “Company”) Pursuant to shareholder approval from the annual and special meeting held on June 13, 2013, the Company has consolidated its common shares on the basis of one new share for every five old shares issued. Further, the Company has also changed its name to Metallis Resources Inc. The Company’s newly issued Cusip number is CA 59125R1064 and its new trading symbol on the TSX-Venture Exchange is “MTS”. The Company received approval from the TSX Venture Exchange for the above consolidation and change of name on July 10, 2013.

Metallis Resources Inc. has appointed Mr. Fiore Aliperti as its Chief Executive Officer and President of the Company. Mr. Aliperti, who has been a director since the spring of 2012, replaces Mr. Arndt Roehlig, who will remain Director of the Company.

Mr. Aliperti, incoming CEO and President of Metallis Resources Inc. commented: “On behalf of the Company, I would like to thank Mr. Roehlig for all the effort and diligence he provided during his tenure as President and CEO. His ability to negotiate and communicate with previous management, other related parties, creditors, regulators and auditors has significantly improved the Company’s balance sheet and enabled Metallis to have its shares recently return to trading on the TSX-V.”

On behalf of the Board of Directors:

/s/ “Arndt Roehlig”

Chief Executive Officer, President and Director

For further information please contact: Arndt Roehlig, Telephone: (604) 569-1236

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