**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

**Item 1: Name and Address of Reporting Issuer**

Metallis Resources Inc.
515 – 850 West Hastings Street
Vancouver, BC V6B 1H7

**Item 2: Date of Material Change**

October 31, 2014

**Item 3: News Release**

A news release was issued and disseminated on October 31, 2014 through Stockwatch and filed on Sedar.

**Item 4: Summary of Material Changes**

The Company announced it has retained Stan Buchalter of Buchalter Consulting Inc, as an Investor Relations Consultant for the Company. Mr. Buchalter is based in Burlington, Ontario and has worked for a number of years in the junior resource sector with several public companies. The agreement between the Company and Mr. Buchalter is for a one year period.

Mr. Buchalter has also been granted 50,000 options at a price of $0.15 per option. The options will follow the vesting guidelines as set forth by TSX Venture Exchange policy.

**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, President
Telephone: (604) 688-5077

**Item 9: Date of Report**

October 31, 2014

# METALLIS RETAINS STAN BUCHALTER AS INVESTOR RELATIONS CONSULTANT

**October 31, 2014**

**Vancouver, BC: Metallis Resources Inc. (TSX-V: MTS)** (the "Company") has retained Stan Buchalter of Buchalter Consulting Inc, as an Investor Relations Consultant for the Company. Mr. Buchalter is based in Burlington, Ontario and has worked for a number of years in the junior resource sector with several public companies. The agreement between the Company and Mr. Buchalter is for a one year period.

Mr. Buchalter has also been granted 50,000 options at a price of $0.15 per option. The options will follow the vesting guidelines as set forth by TSX Venture Exchange policy.

"We are pleased to be working with Mr. Buchalter and look forward to a long and successful relationship." stated Fiore Aliperti, President & CEO of Metallis Resources Inc.

The Company received TSX approval on October 30, 2014.

On behalf of the Board of Directors:

*/s/ "Fiore Aliperti"*

Chief Executive Officer, President and Director

For further information please visit www.metallisresources.com