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

January 16, 2015

Item 3: News Release

A news release was issued and disseminated on January 16, 2015 via Marketwired, through Stockwatch and filed on Sedar.

Item 4: Summary of Material Changes

The Company announced the receipt of a report summarizing the results of geochemical sampling and geological mapping on the Company's Kirkham Property in the Golden Triangle of northern British Columbia, carried out in August 2014. The objective of the work was to follow up on a coincident conductive and magnetic anomaly (referred to hereafter as the King Anomaly) identified by an airborne geophysical survey completed in 2013.

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

January 16, 2015

METALLIS RECEIVES RESULTS ON KIRKHAM WORK PROGRAM

January 16, 2015

Vancouver, BC: Metallis Resources Inc. (TSX-V: MTS) (the "Company") is pleased to announce the receipt of a report summarizing the results of geochemical sampling and geological mapping on the Company's Kirkham Property in the Golden Triangle of northern British Columbia, carried out in August 2014.

The Kirkham property covers 125 km^2 within the Unuk River area of northwestern British Columbia. Reconnaissance mineral exploration has identified a number of gold-bearing occurrences on the property. Within 50 km of the Kirkham property, numerous deposits have been identified which host total resources exceeding 100 million ounces of NI 43-101 compliant gold. Examples are Snip, Eskay Creek, KSM, Brucejack and Snowfield.

The objective of the work was to follow up on a coincident conductive and magnetic anomaly (referred to hereafter as the King Anomaly) identified by an airborne geophysical survey completed in 2013. The bedrock geology in the vicinity of the King Anomaly is very poorly exposed due to overburden and thick vegetation. Surface geochemical results directly over the King Anomaly were not anomalous in pathfinder elements of interest, however, silt, soil and rock samples taken from an area ~300 m east and in the direction of glacial advance revealed anomalous results for multiple elements (Au, Ag, As, Zn, Pb, Mo). The distribution of anomalous soil geochemistry results at the King Anomaly may be an off-set or transported anomaly due to the regions glacial history and steep topography with abundant slides.

Given the lack of outcrop exposure within the King Anomaly, geological constraints on a possible mineral deposit model are minimal. Based on the exploration results, a VMS model is plausible though a vein-hosted gold deposit such as those at Snip, Scottie Gold, and Johnny Mountain (Intrusion Related Gold-Pyrrhotite Vein Model - B.C. Mineral Deposit Profile #I01) seems more likely given these observed characteristics:

- indications of polymetallic enrichment in soils
- EM anomaly with coincident magnetic trough
- well defined faults and shears control the mineralization. Veins are peripheral to and spatially associated with Early Jurassic porphyritic intrusive rocks which may host porphyry copper mineralization.

The typical Intrusion Related Gold-Pyrrhotite vein deposit exhibits gold/silver ratios close to 1:1. Copper may be a recoverable by-product. Typical gold grades are high (10 to 20 g/t). Representative examples in British Columbia include Scottie Gold, Snip, Johnny Mountain, War Eagle, Le Roi, Centre Star. The nearby Snip Mine produced 1,267,642 tonnes of ore containing 1,031,836 ounces of gold during the period from 1991 to 1999.

Metallis plans to follow-up these results with a proposed drill program.

David Dupre (Vice President of Exploration) states that these encouraging results have defined an excellent target that warrants drilling.

Qualified Person

Technical aspects of this news release have been reviewed and approved by David Dupre P.Geo. designated as a qualified person under National Instrument 43-101.

On behalf of the Board of Directors:

/s/ "Fiore Aliperti"
Chief Executive Officer, President and Director

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CAUTION REGARDING FORWARD-LOOKING STATEMENTS