MATERIAL CHANGE REPORT

1. *Name and Address of Reporting Issuer:*

   Zonte Metals Inc.
   100-1600 Bedford Highway
   Box 316
   Bedford, NS
   B4A 1E8
   Canada

2. *Date of Material Change:*

   July 9, 2014

3. *News Release:*

   A news release was issued and disseminated on July 9, 2014 through CNW and filed on SEDAR. See Schedule "A" attached hereto for a copy of the news release.

4. *Summary of Material Change:*

   Zonte Metals Closes Initial Tranche of Private Placement and Completes Acquisition of Wings Point Gold Project.

5. *Full Description of Material Change:*

   Please see Schedule "A" attached hereto for a copy of the news release.

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

   Not applicable.

7. *Omitted Information:*

   None.

8. *Executive Officer:*

   For further information, please contact:
   Terry Christopher
   CEO & President
   Phone (902) 405-3520

Fax (902) 405-3910

9. *Date of Report:*

July 9, 2014

Dated at Halifax, Nova Scotia this 9th day of July, 2014.

ZONTE METALS INC.

Signed "Terry Christopher"

Per: ______________________

PRESIDENT and CEO

Schedule "A"

Zonte Metals Closes Initial Tranche of Private Placement and Completes Acquisition of Wings Point Gold Project

July 9, 2014 – Halifax, Nova Scotia – Zonte Metals Inc (TSXV: ZON) ("Zonte" or the "Company") is pleased to announce that it has closed the initial tranche of the Private Placement announced on May 8, 2014 (the "Offering") and has also reached an amended agreement to acquire a 100% interest in the Company's Wings Point Gold Project.

The Company will issue 3,172,538 units (the "Units") at a price of $0.065 per Unit for total gross proceeds of $206,215 upon closing of the initial tranche of the Offering. Each Unit is comprised of one common share and one half of one common share purchase warrant, with each whole warrant (the "Warrants") entitling the holder thereof to acquire one common share of the Company at a price of $0.10 at any time prior to July 9, 2016. The Company will issue 24,320 Broker Warrants and pay cash finders' fees aggregating $1,581 on the closing of the initial tranche of the Offering. Each Broker Warrant entitles the holder to purchase one common share of the Corporation at an exercise price of $0.10 per share at any time prior to January 9, 2016. Several additional parties have expressed interest in participating in the Private Placement and the Company may consider closing a second tranche of up to 1,827,462 Units for additional gross proceeds of up to $118,785 subject to timing and demand.

The Company intends to use the proceeds of the Offering for mineral exploration and working capital purposes.

The Company also announces that it has re-negotiated the terms of the Wings Point Option Agreement and subject to regulatory and exchange approval will acquire a 100% interest in the Wings Point Gold Project through the issuance to the vendors of 1,000,000 common shares of the Company. The acquisition of a 100% interest in the Project provides the Company with greater flexibility on the timing of additional exploration going forward.

The securities issued pursuant to the Offering (including the Units and Broker Warrants) and Wings Point Gold Project acquisition are subject to a four-month and one day statutory hold period that will expire on November 10, 2014. Following the closing of the initial tranche of the Offering and the acquisition of its 100% interest in the Wings Point Gold Project, Zonte will have 25,120,779 shares issued and outstanding.

Zonte Metals Inc. is a junior explorer focused on gold and copper. Zonte's Wings Point Project, located on the island portion of Newfoundland and Labrador, has been the Company's primary exploration focus to date and the Company has identified several drill-ready targets. In Colombia the Company, in collaboration with strategic local partners, has also applied for three exploration licenses covering areas believed to be highly prospective, and is continuing with negotiations and due diligence on several other projects and opportunities in Colombia.

For further information contact:

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CEO and President
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Forward-Looking Information

This news release contains forward-looking statements which include statements regarding the Corporation's future plans, as well as statements regarding financial and business prospects and the Corporation's future plans, objectives or economic performance and financial outlooks. The Corporation believes that the expectations reflected in this news release are reasonable but actual results may be affected by a variety of variables and may be materially different from the results or events predicted in the forward-looking statements. Readers are therefore cautioned not to place undue reliance on these forward-looking statements.

In evaluating forward-looking statements readers should consider the risk factors which could cause actual results or events to differ materially from those indicated by such forward-looking statements. These forward-looking statements are made as of the date hereof, and unless otherwise required by applicable securities laws, the Corporation does not intend nor does it undertake any obligation to update or revise any forward-looking statements.