

**MATERIAL CHANGE REPORT
FORM 51-102F3**

Item 1 - Name and Address of Company

Geomega Resources Inc. (“**Geomega**” or the “**Corporation**”)
475 Victoria Avenue
Saint-Lambert, Québec J4P 2J1

Item 2 - Date of Material Change

September 14, 2015

Item 3 - News Release

News release was disseminated on September 14, 2015 in respect of the material changes referenced in this report. A copy of the news release is attached hereto as schedule “A” was filed with the securities regulatory authorities in the Provinces of Alberta, British Columbia, Ontario and Québec.

Item 4 - Summary of Material Change

Geomega announced the appointment of a new President and CEO and the resignation one director.

Item 5 - Full Description of Material Change

Geomega announced that Mr. Kiril Mugerman has been appointed President and Chief Executive Officer of GéoMégA and succeeds Mr. L. Derek Lindsay previously appointed on an interim basis. The appointment of Mr. Mugerman is effective immediately. Mr. Lindsay will continue his duties as Chief Financial Officer of GéoMégA.

Mr. Mugerman joined GéoMégA in September 2014 and was promoted as Director of Corporate Development in January 2015. He brings both technical and financial experience to GéoMégA. Prior to joining Industrial Alliance Securities Inc. (“**IAS**”) as a mining specialist, Mr. Mugerman worked on advanced stage exploration projects internationally with Gold Fields Ltd. in West Africa, central Asia and Latin America. At IAS, he served as a mining analyst in the industrial minerals sector focusing in the rare earth elements, graphite and potash sectors. He holds a bachelor degree with Honors (earth and planetary sciences) from McGill University.

In addition, Mr. Mugerman was granted 300,000 stock options at a price of \$0.085 per share for a period of five years in accordance with the terms of the stock option plan of the Company.

As well, the company announces the resignation of Mr. Simon Britt as a Director of the Company. Mr. Britt has been a Director of GéoMégA since 2010.

Item 6 - Reliance on Section 7.1(2) of Regulation 51-102

Not applicable.

Item 7 - Omitted Information

Not applicable.

Item 8 - Executive Officer

For further information, please contact Kiril Mugerman, President and Chief Executive Officer of Geomega at (450) 465-0099.

Item 9 - Date of Report

September 17, 2015.

Schedule A



NEWS RELEASE
For immediate distribution

PRESIDENT AND CEO APPOINTMENT

Montreal, September 14, 2015 – Geomega Resources Inc. (“**GéoMégA**” or the “**Company**”) (TSX.V: GMA) is pleased to announce that Mr. Kiril Mugerman has been appointed President and Chief Executive Officer of GéoMégA and succeeds Mr. L. Derek Lindsay previously appointed on an interim basis. The appointment of Mr. Mugerman is effective immediately. Mr. Lindsay will continue his duties as Chief Financial Officer of GéoMégA.

Mr. Mugerman joined GéoMégA in September 2014 and was promoted as Director of Corporate Development in January 2015. He brings both technical and financial experience to GéoMégA. Prior to joining Industrial Alliance Securities Inc. (“**IAS**”) as a mining specialist, Mr. Mugerman worked on advanced stage exploration projects internationally with Gold Fields Ltd. in West Africa, central Asia and Latin America. At IAS, he served as a mining analyst in the industrial minerals sector focusing in the rare earth elements, graphite and potash sectors. He holds a bachelor degree with Honors (earth and planetary sciences) from McGill University. His work in both exploration and the capital markets in Quebec and internationally has proved to be a tremendous asset to the company in addition to his involvement in feasibility level studies. Mr. Mugerman’s work with rare earths for the last 8 years, combined with his technical and practical expertise provide solid direction for GéoMégA.

“Kiril Mugerman is well-qualified to take GéoMégA forward with the support and total commitment of the board. Kiril’s deep knowledge of GéoMégA and his years of experience in capital markets and mining field make him an ideal choice for this role. He will be a tremendous asset to our leadership team and the promotion of Kiril to this key position is representative of the great bench strength we are developing within our company” says Patrick Godin, Chairman of the Board.

“I am very enthusiastic to take on this opportunity to lead the company forward. GéoMégA has a solid three pronged corporate strategy moving forward, starting with an exciting rare earths project. Our shareholders and investors only stand to benefit significantly from any success arising from the development of our proprietary separation technology, as well as our grass roots gold exploration portfolio which shows a lot of potential. Most importantly, GéoMégA has a very strong and motivated team that allows it to actively pursue its corporate strategy. The dedication and commitment of our employees has always been a driving force at GéoMégA. I would also like to thank Derek Lindsay for lending his experience and expertise in leading GéoMégA during this transition phase over the last weeks.” comments Kiril Mugerman, CEO and President of GéoMégA.

In addition, Mr. Mugerman was granted 300,000 stock options at a price of \$0.085 per share for a period of five years in accordance with the terms of the stock option plan of the Company.

As well, the company announces the resignation of Mr. Simon Britt as a Director of the Company. Mr. Britt has been a Director of GéoMégA since 2010.

About GéoMégA (www.ressourcesgeomega.ca)

GéoMégA is a mineral exploration and evaluation company focused on the discovery and sustainable development of economic deposits of metals in Quebec. GéoMégA is committed to meeting the Canadian mining industry standards and distinguishing itself with innovative engineering, stakeholders' engagement and dedication to local transformation benefits.

GéoMégA currently has 62,203,116 common shares issued and outstanding.

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

For further information please contact:

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President and CEO
GéoMégA Resources Inc.
450-465-0099 ext. 3
kmugerman@geomega.ca

Cautions Regarding Forward-Looking Statements

This news release contains forward-looking statements regarding our intentions and plans. The forward-looking statements that are contained in this news release are based on various assumptions and estimates by the Company and involve a number of risks and uncertainties. As a consequence, actual results may differ materially from results forecasted or suggested in these forward-looking statements and readers should not place undue reliance on forward-looking statements. We caution you that such forward-looking statements involve known and unknown risks and uncertainties, as discussed in the Company's filings with Canadian securities agencies. Various factors may prevent or delay our plans, including but not limited to, contractor availability and performance, weather, access, mineral prices, success and failure of the exploration and development carried out at various stages of the program, and general business, economic, competitive, political and social conditions. The Company expressly disclaims any obligation to update any forward- looking statements, except as required by applicable securities laws.