

FORM 51-102F3

Material Change Report

ITEM 1. REPORTING ISSUER

West Melville Metals Inc (the "Issuer")
Suite 1020, 800 W. Pender St.
Vancouver, British Columbia, V6C 2V6

ITEM 2. DATE OF MATERIAL CHANGE

October 29, 2012

ITEM 3. PRESS RELEASE

Issued October 29, 2012 and distributed through the facilities of Marketwire, via Canadian Timely Disclosure, and Blender Media to the Issuer's email list. The news release was also posted to the Issuer's website (www.westmelville.com) and the Aurora Mineral Resource Group's website (www.auroraresource.com).

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Issuer announced results from its first comprehensive sampling campaign at the Fraser Bay iron ore project in Nunavut. The 2012 program confirmed significant Direct Ship Ore (DSO) grade intervals and established that the overall tenor of the Fraser Bay deposit appears to be considerably above the average grades of profitable iron mines globally.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

See attached News Release.

ITEM 6. RELIANCE ON SUBSECTION 7.1(3) OF NATIONAL INSTRUMENT 51-102

Not applicable. This report is not being filed on a confidential basis

ITEM 7. OMITTED INFORMATION

No information has been omitted on the basis that it is confidential information.

ITEM 8. EXECUTIVE OFFICER

Contact: Rory Moore
Telephone: 604-646-4527

ITEM 9. DATE OF REPORT

DATED at Vancouver, B.C., this 29th day of October, 2012

West Melville Confirms Direct Ship Iron Ore Potential at the Fraser Bay Project, Nunavut

October 29, 2012

WMM12-08

Vancouver, B.C. – West Melville Metals Inc. (WMM: TSX-V) (“West Melville” or the “Company”) today announced results from its first comprehensive sampling campaign at the Fraser Bay iron ore project in Nunavut. The 2012 program confirmed significant Direct Ship Ore (DSO) grade intervals and established that the overall tenor of the Fraser Bay deposit appears to be considerably above the average grades of profitable iron mines globally.

The 2012 exploration program at Fraser Bay consisted of the collection of 1,012 metres of channel sampling (923 metres) and continuous chip sampling (89 metres) in 26 individual locations. Highlights from the program include results from channels NS5 and NS6, spaced 225 metres apart, that returned DSO values (weighted average) of 65.3% Fe over 22.0 metres and 61.2% Fe over 44.1 metres respectively. These channels sampled coarse-grained, massive specular hematite and both terminated in overburden on either side of the channels. High grade intervals within channels NS5 and NS6 returned assays up to 70% Fe content which represents a composition of 100% massive hematite. Other channels along the entire 5.5 kilometre strike length of the deposit returned numerous additional DSO intervals as well as composite channel grades ranging between 36.7% Fe and 54.4% Fe. To view images please visit the Company website at <http://www.westmelville.com/projects/fraser-bay-project/technical/>

“The company is pleased to have exceeded its 2012 objectives of confirming the DSO potential at Fraser as well as getting a first look at the larger, overall iron content of the deposit” stated Dr. Rory Moore, West Melville’s president and chief executive officer. “Having received results as high as 44.1 metres of 61.2% Fe and determining that the entire length of the Fraser Bay banded iron formation is well-endowed with iron, we are well positioned to move forward in 2013 with our first drill campaign targeted at establishing an initial resource.”

Program Highlights

- Confirmation of significant DSO potential
- 61.2% Fe over 44.1 metres – open at both ends
- 65.3% Fe over 22.0 metres – open at both ends
- Individual channels returned weighted average values above 36% Fe and as high as 65.3% Fe
- The weighted average of all channel samples to date combined returned a value of 43.3% Fe.

The banded iron formation (BIF) at Fraser Bay can be traced over an exposed strike length of 5.5 kilometres, dips vertically to steeply west and has an apparent thickness ranging from 100 metres to more than 350 metres. Sampling to date has demonstrated the potential for DSO, which is defined as high grade iron ore (typically >60% Fe) that can be mined and shipped directly to market without the need for on-site processing. Exposures sampled during 2012 ranged from 18 metres to 75 metres in length.

The Fraser Bay Project

The Fraser Bay property is located on the west side of the Melville Peninsula, 180 kilometres southwest of the community of Hall Beach in Nunavut, Canada. It consists of a single mineral lease covering 3,228 acres that is favourably located 12 kilometres from tidewater at Committee Bay and 120 kilometres from a proposed deep water port at Roche Bay. The property lies within 16 kilometres of the CAM 5 airstrip at Mackar Inlet (a former defence early warning site) and an all-season road from the airstrip terminates less than 10 kilometres from the property boundary. This infrastructure provides a significant logistical benefit to the project. The lease is currently owned by Roche Bay plc, with West Melville having an exclusive option to earn up to a 70-per-cent interest in the property by meeting a series of work and expenditure commitments, and making certain share payments. West Melville has applied to the TSX Venture Exchange for approval to issue shares to Roche Bay on or before October 31, 2012, in accordance with the Option Agreement between the Company and Roche Bay. Subject to Exchange approval, the Company will issue 1,713,374 shares to Roche Bay.

QA/QC

All samples were bagged on site and returned to camp where they were secured with tamper proof safety seals. The samples were then batched and transported to an accredited laboratory in Canada for analysis. Samples were subject to ICP and XRF analysis. XRF analyses were reported to the Company as Fe_2O_3 wt.% and converted to Fe wt.% for dissemination purposes. The conversion factor from Fe_2O_3 wt.% to Fe wt.% is 0.699%. West Melville's quality assurance and quality control procedures for the 2012 Fraser channel sampling program include the systematic insertion of standards into the channel sample string. Disclosure of a scientific or technical nature contained in this release has been reviewed and approved by Bruce Counts, P.Geoph. (Director of West Melville) who is the Qualified Person for the purposes of National Instrument 43-101.

About West Melville Metals Inc.

West Melville is an iron ore and specialty metals exploration company working to advance the Fraser Bay iron ore project in Nunavut and the Isortoq iron-titanium-vanadium project in Greenland. The Company has assembled an experienced management team with a track record of discovery success and a Board of Directors with expertise covering the essential fields of geology, engineering and finance. West Melville's projects offer a combination of low geological risk with significant upside potential in high demand commodity sectors.

On behalf of the Board of Directors

Rory O. Moore, Ph.D.

President and CEO
West Melville Metals Inc.

For further information about West Melville Metals Inc. or this news release, please visit our website at www.westmelville.com or contact Investor Relations toll free at 1.888.331.2269, at 604.646.4527, or by email at info@westmelville.com

West Melville Metals Inc. is a member of the Aurora Mineral Resource Group of companies. For more information please visit www.auroraresource.com

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

Certain disclosures in this release, in particular the results of the 2012 exploration program, the DSO assessment of the Fraser Bay Project and the possibility of establishing an initial resource in 2013 constitute forward-looking statements that are subject to numerous risks, uncertainties and other factors relating to West Melville's operations as a mineral exploration company that may cause future results to differ materially from those expressed or implied in such forward-looking statements, including risks as to the completion of the plans and projects. Readers are cautioned not to place undue reliance on forward-looking statements. Other than as required by applicable securities legislation, West Melville expressly disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events, or otherwise.