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

May 14, 2013

ITEM 3. PRESS RELEASE

Issued May 14, 2013 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 the amendment of the Fraser Bay Option Agreement extending the dates by which the first and second options must be exercised from September 30, 2013 to December 1, 2014 for the first option and from December 31, 2015 to April 15, 2017 for the second option. In consideration for granting the extensions, the Company will issue 200,000 shares to the Project Vendor on or before February 15, 2014.

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 14th day of May, 2013.

Amendment to Fraser Bay Option Agreement

May 14, 2013 **WMM13-05**

Vancouver, B.C. – West Melville Metals Inc. (WMM: TSX-V) ("West Melville" or "the Company") and Roche Bay plc ("Project Vendor") have agreed to amend the Fraser Bay Option Agreement (the "Agreement") to extend the dates by which the first and second options must be exercised from September 30, 2013 to December 1, 2014 for the first option and from December 31, 2015 to April 15, 2017 for the second option. In consideration for granting the extensions, the Company will issue 200,000 shares to the Project Vendor on or before February 15, 2014.

"We very much appreciate the cooperation of Roche Bay in concluding this arrangement," stated Dr. Rory Moore, President and CEO of West Melville Metals. "Both parties recognised that it would be challenging to finance a significant exploration program at Fraser Bay under current market conditions and concluded that delaying exploration work and preserving the capital structure of West Melville would be in the best interests of all stakeholders in the long term."

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. For additional details on the Fraser Bay Option Agreement please follow the link to the Company's website:-

http://www.westmelville.com/projects/fraser-bay-project/agreement/

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 regarding the economic potential of the Fraser Bay Project and the Company's interest therein, 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.