

FORM 51-102F3
Material Change Report

1. Name and Address of Corporation:

Lithium Chile Inc. ("**Lithium Chile**" or the "**Corporation**")
900, 903 - 8th Avenue SW
Calgary, AB T2P 0P7

2. Date of Material Change(s):

May 8, 2018

3. News Release:

A news release relating to the material changes described herein was released on May 9, 2018 through the facilities of Globe Newswire.

4. Summary of Material Change(s):

The Corporation announced that it has completed the previously announced "spin out" transaction of its subsidiary, Kairos Metals Corp. ("**Kairos Metals**") into a stand-alone company owning the Copper/Gold/Silver property portfolio previously held within Lithium Chile.

5. Full Description of Material Change:

5.1 Full Description of Material Change

The Corporation announced that it has completed the previously announced "spin out" transaction of its subsidiary, Kairos Metals into a stand-alone company owning the Copper/Gold/Silver property portfolio previously held within Lithium Chile. The transaction was completed by way of a plan of arrangement involving Lithium Chile and Kairos Metals (the "**Arrangement**").

Pursuant to the Arrangement, shareholders of Lithium Chile each received one (1) common share of Kairos Metals (each a "**Kairos Metals Share**") for each four (4) common shares of Lithium Chile (each a "**Lithium Chile Share**") held by them on May 7, 2018, which was the distribution record date for the Arrangement. As a result of the Arrangement, Kairos Metals is now a reporting issuer pursuant to applicable securities laws.

Steve Cochrane, President and Chief Executive Officer of Lithium Chile, stated "We are pleased with the closing of this transaction. It creates two distinct resource companies that can now focus their energies and resources on developing their respective assets for the benefit of Lithium Chile shareholders."

Shareholders whose Lithium Chile Shares are held by a broker or other intermediary (or an agent or nominee thereof) should contact their broker or other intermediary in respect of the receipt of their Kairos Metals Shares pursuant to the Arrangement. Registered holders of Lithium Chile Shares will receive confirmation of a book-entry deposit of their Kairos Metals Shares directly from the Kairos Metals transfer agent.

The Arrangement remains subject to the final approval of the TSX Venture Exchange.

5.2 Disclosure for Restructuring Transactions

Not applicable.

6. Reliance on Subsection 7.1(2) of National Instrument 51-102 *Continuous Disclosure Obligations*:

Not applicable.

7. Omitted Information:

Not applicable.

8. Executive Officer Knowledgeable of Material Change:

Steven Cochrane, President and CEO
Steve@lithiumchile.ca
(587) 393-5801

9. Date of Report:

May 14, 2018