

Form 51-102F3
Material Change Report

1. **Name and Address of Company**

West High Yield (W.H.Y.) Resources Ltd. (the "Company")
PO Box 68121
Calgary, Alberta, T3G 3N8

2. **Date of Material Change**

December 19, 2018

3. **News Release**

A news release regarding the material change was issued and disseminated via Globe Newswire on December 21, 2018.

4. **Summary of Material Change**

The Company announced that it had completed the first tranche of its previously announced non-brokered private placement of units ("**Units**"). The Company issued an aggregate of 966,666 Units at a price of \$0.30 per Unit for gross proceeds of \$289,999.80. Each Unit consists of one common share in the capital of the Company (a "**Common Share**") and one-third of one common share purchase warrant (a "**Warrant**"). Each whole Warrant entitles the holder to purchase one additional Common Share at an exercise price of \$0.50 for a period of one year from the date of issuance of the Warrant. All of the securities issued under the private placement are subject to a four month resale restriction

5. **Full Description of Material Change**

5.1 – Full Description of Material Change:

Reference is made to the press release attached hereto for further details.

5.1 – Disclosure for Restructuring Transactions:

Not applicable.

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

Not applicable.

7. **Omitted Information**

No material information has been omitted from this material change report on the basis that it is confidential information.

8. **Executive Officer**

Frank Marasco
Director, President & CEO
Telephone: (403) 660-3488; Fax: (403) 206-7159

9. **Date of Report**

December 21, 2018

WEST HIGH YIELD (W.H.Y.) RESOURCES LTD.

NEWS RELEASE

For Immediate Release
Calgary, Alberta

December 21, 2018

WEST HIGH YIELD COMPLETES FIRST TRANCHE OF PRIVATE PLACEMENT

CALGARY, ALBERTA – December 21, 2018. West High Yield (W.H.Y.) Resources Ltd. ("**West High Yield**" or the "**Company**") (TSXV: WHY) announces that it has completed the first tranche of its previously announced non-brokered private placement of units ("**Units**"). The Company issued an aggregate of 966,666 Units at a price of \$0.30 per Unit for gross proceeds of \$289,999.80. Each Unit consists of one common share in the capital of the Company (a "**Common Share**") and one-third of one common share purchase warrant (a "**Warrant**"). Each whole Warrant entitles the holder to purchase one additional Common Share at an exercise price of \$0.50 for a period of one year from the date of issuance of the Warrant. All of the securities issued under the private placement are subject to a four month resale restriction.

The Company announces that the TSX Venture Exchange has consented to the Company extending the final closing of the proposed private placement to a date that is on or before January 23, 2019. The private placement is subject to receipt of all necessary regulatory approvals including final approval of the TSX Venture Exchange.

As previously disclosed, assuming the maximum offering is completed, approximately \$1,200,000 of the net proceeds are expected to be used for the continuation of the environmental base line study, environmental assessment study and mine plan and permit application and Industrial Mineral Mine Permit application for the Company's Record Ridge deposit near Rossland, British Columbia and the balance of the net proceeds will be used for general corporate purposes. If the offering is not fully subscribed, the Company will apply the proceeds to the above uses in priority and in such proportions as the board of directors and management of the Company determine is in the best interests of the Company. Although the Company intends to use the proceeds of the offering as described above, the actual allocation of proceeds may vary from the uses set out above, depending upon future operations, events or opportunities.

About West High Yield

West High Yield is a publicly traded junior mining exploration company focused on the acquisition, exploration and development of mineral resource properties in Canada with a primary objective to locate and develop economic gold, nickel and magnesium properties.

For further information please contact:

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Reader Advisory

This press release contains forward-looking statements and forward-looking information within the meaning of applicable securities laws. The use of any of the words "expect", "anticipate", "continue", "estimate", "objective", "ongoing", "may", "will", "project", "should", "believe", "plans", "intends" and similar expressions are intended to identify forward-looking information or statements. More particularly and without limitation, this press release contains forward looking statements and information concerning, the proposed allocation and use of proceeds and the Company's business plans. The forward-looking statements and information are based on certain key expectations and assumptions made by the Company. Although the Company believes that the expectations and assumptions on which such forward-looking statements and information are based are reasonable, undue reliance should not be placed on the forward looking statements and information because the Company can give no assurance that they will prove to be correct.

Forward-looking information is based on the opinions and estimates of management at the date the statements are made, and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those anticipated in the forward-looking information. Some of the risks and other factors that could cause the results to differ materially from those expressed in the forward-looking information include, but are not limited to: general economic conditions in Canada and globally; industry conditions, including governmental regulation; failure to obtain industry partner and other third party consents and approvals, if and when required; the availability of capital on acceptable terms; the need to obtain required approvals from regulatory authorities; stock market volatility; competition for, among other things, skilled personnel and supplies; changes in tax laws; and the other factors. Readers are cautioned that this list of risk factors should not be construed as exhaustive.

Readers are cautioned not to place undue reliance on this forward-looking information, which is given as of the date hereof, and to not use such forward-looking information for anything other than its intended purpose. The Company undertakes no obligation to update publicly or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable law.

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 press release.

Not for distribution in the United States. This news release does not constitute an offer to sell or a solicitation of an offer to buy any securities in the United States. The securities of the Company will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") and may not be offered or sold within the United States or to, or for the account or benefit of U.S. persons except in certain transactions exempt from the registration requirements of the U.S. Securities Act