

Form 51-102F3

Material Change Report

Item 1. Name and Address of Company

Mineral Hill Industries Ltd. (the “Company”)
#170-422 Richards Street
Vancouver, BC, V6B 2Z4

Item 2. Date of Material Change

December 18, 2018

Item 3. News Release

The News Release dated December 20, 2018 was disseminated via Canada Newswire and filed on SEDAR.

A copy of the News Release is attached as Schedule “A”.

Item 4. Summary of Material Change

The Company announced a corporate update following its Annual General Meeting held on December 18, 2018. This included the election of six (6) directors and appointments of officers and members of the Audit Committee and Exploration Committee.

Item 5. Full Description of Material Change

For a full description of the material change, see Schedule “A”.

Item 6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7. Omitted Information

Not applicable.

Item 8. Executive Officer

The following Senior Officer of the Company is available to answer questions regarding this report:

Dieter Peter
Chief Executive Officer
(604) 617-6794

Item 9. Date of Report

Dated at Vancouver, BC, this 20st day of December, 2018.

MINERAL HILL INDUSTRIES LTD.

Per: “Dieter Peter”
Dieter Peter
President & CEO



Mineral Hill Industries Ltd.

Trading Symbols:
TSX Venture Exchange: MHI
Frankfurt Xetra: N8Z1/WKN: AODLHP
OTC Market (US): MHIFF

NEWS RELEASE

MINERAL HILL INDUSTRIES LTD. - CORPORATE UPDATE

Vancouver, BC, Canada – December 20, 2018

Mineral Hill Industries Ltd. (the “Company” or “Mineral Hill”) wishes to announce that at its Annual General Meeting held on December 18, 2018 (the “AGM”), Messrs. Rafael Pinedo, Grant Hendrickson, Andrew von Kursell, Eric Peter-Kaiser, Milo Filgas and Dieter Peter were re-elected as directors and Davidson & Company LLP was re-appointed as the Company’s auditors.

The Board of Directors appointed the following officers, committees and committee members:

Officers

President & CEO

Dieter Peter

Interim Chief Financial Officer

Andrew von Kursell

Interim Corporate Secretary

Eric Peter Kaiser

Audit Committee

Andrew von Kursell

Rafael Pinedo

Milo Filgas

Exploration Committee

Rafael Pinedo

Grant Hendrickson

Andrew von Kursell

The Board of Directors also decided that at this point the full Board will take on the responsibilities of the Human Resource & Corporate Governance Committee, as well as the Environmental & Safety Committee.

The Board Members and determined further that the members of the established Advisory Committee and Directors of its in Oklahoma registered subsidiary “MHI Energy LLC” will be nominated at a later stage concurrent with the transfer of selected Oil & Gas leases acquired earlier this year.

The Company also postponed the issuance of incentive stock options to its officers, directors and employees to one of its first board meetings in the new year.

The Company seeks Safe Harbor

For further information, please contact: Dieter Peter, President & CEO

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.

Mineral Hill Industries Ltd.

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