

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

January 17, 2023

Item 3. News Release

The News Release dated January 19, 2023 regarding the passing of two of the Company’s Directors 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

Mineral Hill Industries Ltd. (“**Mineral Hill**” or “**Company**”) listed on the TSX Venture exchange (“**TSXV**”) under the trading symbol “**MHI**” and on the Deutsche Boerse, Frankfurt under the trading symbol “**MLN**” announced the passing of two directors in a very short time, Mr. Andrew von Kursell, a director and the CFO of the Company, on January 17, 2023 and Mr. Filgas last month. Mr. von Kursell has served as a director of the Company since May 2005 and assumed subsequently also the position of chair of the audit and corporate governance committee as well as CFO whereas Mr. Filgas has served as director of the Company since November 2014 and later as independent audit committee member.

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 20th day of January, 2023.

MINERAL HILL INDUSTRIES LTD.

Per: "Dieter Peter"

Dieter Peter

President & CEO



Mineral Hill Industries Ltd.

TSX Venture Exchange: MHI
Frankfurt:MLN/WKN:A1JKJN

NEWS RELEASE

MINERAL HILL ANNOUNCES DEATH OF DIRECTORS ANDREW VON KURSELL AND MILO FILGAS

Vancouver, BC, Canada – January 19, 2023

Mineral Hill Industries Ltd. (the “Company” or “Mineral Hill”) announces with deep sadness the passing of two directors in a very short time, Mr. Andrew von Kursell, a director and the CFO of the Company, on January 17, 2023 and Mr. Filgas last month. Mr. von Kursell has served as a director of the Company since May 2005 and assumed subsequently also the position of chair of the audit and corporate governance committee as well as CFO whereas Mr. Filgas has served as director of the Company since November 2014 and later as independent audit committee member.

Mr. Dieter Peter, President & CEO of Mineral Hill, states that both Mr. von Kursell and Mr. Filgas have been valuable directors who brought a wealth of experience and wisdom to the board and its respective committees and their presence will be greatly missed.

On behalf of the board of directors and management, we will be forever grateful for their services to our company and express our condolences and deepest sympathies to the von Kursell and Filgas families at this time and join the many tributes in mourning their passing.

Mineral Hill is presently in contact with two candidates to replace the open positions and will announce the replacement on its board subsequent to board and regulatory approval.

THE COMPANY SEEKS SAFE HARBOUR

ABOUT MINERAL HILL INDUSTRIES LTD

Mineral Hill is a publicly trading junior mining company focused on the acquisition, exploration, development and possible mining of natural resources, with the objective of further developing its optioned exploration located in south-western British Columbia (the “BC-Project”).

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

This news release may contain forward-looking statements based on assumptions and judgments of management regarding future events or results. Such statements are subject to a variety of risks and uncertainties which could cause actual events or results to differ materially from those reflected in the forward-looking statements. There is no assurance the property option referred to above will be exercised or the private placement referred to above will close on the terms as stated, or at all. The Company disclaims any intention or obligation to revise or update such statements.

FOR FURTHER INFORMATION CONTACT : Dieter Peter, President & CEO; Phone: +1 (604) 617-6794