FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Mineral Hill Industries Ltd. (the “Company”)
575-1111 West Hastings Street
Vancouver, BC V6E 2J3

Item 2. Date of Material Change

September 23, 2009

Item 3. News Release

The News Release dated September 23, 2009 was disseminated via Canada Newswire and forwarded to the TSX Venture Exchange.

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

Item 4. Summary of Material Change

Mineral Hill Industries Ltd. (TSXV: MHI) (FSE: N8Z) (the "Company" or "Mineral Hill") is pleased to announce that it has signed a letter of intent to acquire a 100% interest in the Chickadee Creek Lithium Brine Property (“Chickadee”), located approximately 200 kilometres west of Edmonton, Alberta.

The Chickadee Project consists of six permit applications covering approximately 135,000 acres (~55,000 hectares) prospective for lithium and encompassing known occurrences within formation waters.

The Chickadee Project is situated over the Devonian age Beaverhill Lake and the Woodbend (Leduc) carbonate reef complexes. Formation water brines are spatially associated with these two complexes and are known to contain anomalous concentrations of lithium. The property is directly adjacent to Channel Resources’ Fox Creek Lithium Project as well as Sidon International Resources Corp.’s Lithium Project.

Lithium concentrations reported from the area are similar to those currently mined in Clayton Valley, Nevada. Chemetall-Foote Corp's Silver Peak operation, located in Clayton Valley, is the only lithium brine producer in North America and has been in operation since 1966. Production at Clayton Valley was initially from brines that averaged 400 mg/l lithium. In 1998, production from Clayton Valley was reported at an average concentration of 160 mg/l lithium (Harben and Edwards, 1998).

The property has been acquired from Zimtu Capital Corp. and 877384 Alberta Ltd (the “Vendors”) and is subject to the signing of a formal Mineral Property Acquisition Agreement and TSX Venture Exchange approval. The Company has agreed to pay the Vendors $20,000 in cash, issue 2,000,000 common shares and grant a 2% net smelter return royalty, with an option to buy back 1% of the royalty for $1 million. The 2,000,000 common shares will be issued as follows:

A) 1,000,000 on TSX-V approval of the Mineral Property Acquisition Agreement
B) 1,000,000 on that day which is 30 months from the date of the TSX-V approval

The technical information in this news release has been prepared in accordance with the Canadian regulatory requirements set out in National Instrument 43-101 and reviewed on behalf of the company by Jeffrey Reeder, P.Geo, a qualified person.

"With the addition of the Chickadee Creek Lithium Brine Property alongside our three properties totaling approximately 2300 hectares of mineral spodumene located in the township of Figuery 32 kilometers northwest of Val-d'Or Quebec, Mineral Hill has a substantial presence in the lithium market", says Dieter Peter, President and CEO of Mineral Hill.

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
President & CEO
(604) 685-4170

Item 9. Date of Report

Dated at Vancouver, BC, this 23rd day of September, 2009.

MINERAL HILL INDUSTRIES LTD.
Per:
"Dieter Peter"
Dieter Peter
President & CEO

SCHEDULE "A"

Mineral Hill Industries Ltd.

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Vancouver, B.C V6E 2J3 Telephone: 604-685-4170
Fax: 604-685-2360
www.mineralhill.com

NEWS RELEASE

Trading Symbols:

TSX Venture Exchange: MHI
Frankfurt Stock Exchange: N8Z/WKN: AODLHP
Pink Sheets: MHIFF

Vancouver, BC, Canada – September 23, 2009

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For further information, please contact:

Dieter Peter	John Punzo
Chairman & CEO	Director
Telephone: (604) 685-4170	Telephone (direct(604) 685-4170
