

**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

December 15, 2009

Item 3. News Release

The News Release dated December 15, 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. ("the Company" or "MHI") wishes to announce that it has received an independent NI 43-101 Technical Report completed by Michel Broily PhD, P.Geo, pertaining to the mineral potential of three lithium and molybdenum properties located in the Abitibi subprovince of Quebec and associated with the Preissac-Lacorne Batholith Complex. The Preissac-Lacorne area is a well-known Lithium, Beryllium, Tantalum and Molybdenum mining camp characterized by numerous showings exposing granitic pegmatite dykes, albitites and quartz veins. Three former molybdenite mines and one lithium mine, the Quebec Lithium, operated from the 1950 to the 1970's.

The Chubb Property located in Lacorne Township, 32 km north from the town of Val d'Or, was submitted to ground based magnetic and IP/PP surveys, the latter allowing the identification of six NNW-oriented chargeability anomalies whose surface projections correspond to the broad trend defined by the strike of spodumene-bearing granitic pegmatite dykes. Geochemical sampling of three dykes display variable but generally elevated Li_2O concentrations (0.01-2.84 wt. %; Average: 0.89 ± 0.77 wt. % (n=59)). The Main Dyke, which is 300 m long, has a somewhat higher average Li_2O concentrations (1.00 ± 0.79 wt. %; n=41) than the other two smaller dykes (0.70 ± 0.66 wt. % (n=8) and 0.56 ± 0.78 wt. % (n=8)).

The International property consists of two main lithium showings: Bouvier and International. It is located in the Saint-Mathieu municipality, Figuery Township and extends 1 km westward from the left bank of the Harricana River, 13 km south of the town of Amos. Magnetic and IP surveys, carried out on the Bouvier showing, identified three NE to EW-oriented chargeability anomalies that display a broad orientation parallel to the general strike of exposed and buried granitic pegmatite dykes. One anomaly overlies new trenches that exposed an EW-oriented spodumene-bearing granitic pegmatite dyke. This dyke reveals variable but generally elevated Li_2O concentrations (0.04-2.91 wt. %; Average: 1.51 ± 0.91 wt. % (n=20)). Results from the International showing pegmatite dyke define variable and moderate Li concentrations (0.01-2.65 Li_2O wt. %; Av: 0.38 ± 0.68 (n=17)).

Situated in the Landrienne Township, the Athona property contains molybdenite mineralization associated with intrusions of albitites and granitic pegmatite dykes. The potential for molybdenum was confirmed by the new assays that included five samples carrying MoS₂ values > 0.25 wt. %, with two samples having greater than 1.69 wt. % MoS₂. Further exploration in the southern part of the property which is more susceptible to contain Li-bearing granitic pegmatite dyke exposures is expected to be carried out in 2010.

The 43-101 Technical Report will be filed on SEDAR (www.sedar.com) upon approval from the TSX Venture Exchange.

Michel Boily, PhD, P. Geo, a “Qualified Person” as such term is defined by National Instrument 43-101, has reviewed and approved the technical information in this news release on behalf of Mineral Hill Industries Ltd.

Mineral Hill Industries Ltd. is determined to perform a comprehensive exploration program on its acquired Lithium properties, consisting in drilling of specific targets based on the geophysical and geochemical surveys and including geological mapping, line cutting and IP/PP geophysical surveys on selected sites of its acquired properties.

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 15th day of December, 2009.

MINERAL HILL INDUSTRIES LTD.

Per:

“Dieter Peter”

Dieter Peter
President & CEO

SCHEDULE "A"



Mineral Hill Industries Ltd.

Suite 575 – 1111 West Hastings Street
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: MHIF

Vancouver, British Columbia, Canada – December 15, 2009

Mineral Hill Announces Results on its Quebec Lithium Properties

Mineral Hill Industries Ltd. ("the Company" or "MHI") wishes to announce that it has received an independent NI 43-101 Technical Report completed by Michel Broily PhD, P.Geo, pertaining to the mineral potential of three lithium and molybdenum properties located in the Abitibi subprovince of Quebec and associated with the Preissac-Lacorne Batholith Complex. The Preissac-Lacorne area is a well-known Lithium, Beryllium, Tantalum and Molybdenum mining camp characterized by numerous showings exposing granitic pegmatite dykes, albitites and quartz veins. Three former molybdenite mines and one lithium mine, the Quebec Lithium, operated from the 1950 to the 1970's.

The Chubb Property located in Lacorne Township, 32 km north from the town of Val d'Or, was submitted to ground based magnetic and IP/PP surveys, the latter allowing the identification of six NNW-oriented chargeability anomalies whose surface projections correspond to the broad trend defined by the strike of spodumene-bearing granitic pegmatite dykes. Geochemical sampling of three dykes display variable but generally elevated Li_2O concentrations (0.01-2.84 wt. %; Average: 0.89 ± 0.77 wt. % (n=59)). The Main Dyke, which is 300 m long, has a somewhat higher average Li_2O concentrations (1.00 ± 0.79 wt. %; n=41) than the other two smaller dykes (0.70 ± 0.66 wt. % (n=8) and 0.56 ± 0.78 wt. % (n=8)).

The International property consists of two main lithium showings: Bouvier and International. It is located in the Saint-Mathieu municipality, Figuery Township and extends 1 km westward from the left bank of the Harricana River, 13 km south of the town of Amos. Magnetic and IP surveys, carried out on the Bouvier showing, identified three NE to EW-oriented chargeability anomalies that display a broad orientation parallel to the general strike of exposed and buried granitic pegmatite dykes. One anomaly overlies new trenches that exposed an EW-oriented spodumene-bearing granitic pegmatite dyke. This dyke reveals variable but generally elevated Li_2O concentrations (0.04-2.91 wt. %; Average: 1.51 ± 0.91 wt. % (n=20)). Results from the International showing pegmatite dyke define variable and moderate Li concentrations (0.01-2.65 Li_2O wt. %; Av: 0.38 ± 0.68 (n=17)).

Situated in the Landrienne Township, the Athona property contains molybdenite mineralization associated with intrusions of albitites and granitic pegmatite dykes. The potential for molybdenum was confirmed by the new assays that included five samples carrying MoS₂ values > 0.25 wt. %, with two samples having greater than 1.69 wt. % MoS₂. Further exploration in the southern part of the property which is more susceptible to contain Li-bearing granitic pegmatite dyke exposures is expected to be carried out in 2010.

The 43-101 Technical Report will be filed on SEDAR (www.sedar.com) upon approval from the TSX Venture Exchange.

Michel Boily, PhD, P. Geo, a “Qualified Person” as such term is defined by National Instrument 43-101, has reviewed and approved the technical information in this news release on behalf of Mineral Hill Industries Ltd.

Mineral Hill Industries Ltd. is determined to perform a comprehensive exploration program on its acquired Lithium properties, consisting in drilling of specific targets based on the geophysical and geochemical surveys and including geological mapping, line cutting and IP/PP geophysical surveys on selected sites of its acquired properties.

For further information, please contact:

Dieter Peter
Chairman & CEO
Telephone: (604) 685-4170

John Punzo
Director
Telephone: (604) 685-4170

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.