

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

May 29, 2018

Item 3. News Release

The News Release dated May 29, 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 that it received final acceptance to acquire the proposed Oil & Gas Production Leasehold Estate, located close to one of Oklahoma’s “STACK” play in the Anadarko Basin after the TSX-V deemed the by the Company commissioned NI-51-101 report compliant and was as such accepted.

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 13th day of July, 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

The securities being offered have not been, nor will be, registered under the United States Securities Act of 1933, as amended, and may not be offered or sold in the United States or to U.S. persons without registration or applicable exemption from the registration requirement of such Act. This release does not constitute an offer for sale of such securities in the United States of America.

Vancouver, BC, Canada – May 29, 2018

MINERAL HILL RECEIVES FINAL ACCEPTANCE TO ACQUIRE THE PROPOSED OIL & GAS PRODUCTION LEASEHOLD ESTATE IN OKLAHOMA

Mineral Hill Industries Ltd. (“Mineral Hill” or the “Company”) announced on April 27, 2018 that it had received “Conditional Acceptance” from the TSX Venture Exchange (“TSX-V”) for its proposed acquisition of the privately held and operated Oil&Gas Leasehold Estate, located close to one of Oklahoma’s “STACK play” in the Anadarko Basin. The open condition for the final acceptance was the submission of the by the Company commissioned NI-51-101 report and its acceptance by the TSX-V.

On Friday afternoon, May 25, 2018 the Company received confirmation from the TSX-V that its submitted final Geological Report entitled “Appraisal of Certain Oil and Gas Interests Located in Oklahoma, as of March 1, 2018” including the Proved Undeveloped Reserves (“PUD”) estimation and classification methodology were NI 51-101 compliant and as such accepted. Mineral Hill will file the final report on www.sedar.com.

As the TSX-V had no further comments regarding the geological report which was the only open item for final TSX-V acceptance, the terms and conditions under the Definitive Acquisition Agreement become now effective on May 30, 2018, and the Company intends to close the Private Placement announced on May 1, 2018 in order to continue its production improvements on its 4,300 acres Oil & Gas Leasehold Estate in close cooperation with the Vendor and his operating company which is well established and licensed in Oklahoma.

The Company seeks Safe Harbor

For further information, please contact:

Dieter Peter, President & CEO Phone: (604) 617-6794

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.