

**Form 51-102F3
Material Change Report**

Item 1 Name and Address of Company

Hellix Ventures Inc. (the "Company")
Suite 125A - 1030 Denman Street
Vancouver, British Columbia V6G 2M6

Item 2 Date of Material Change

November 18, 2014

Item 3 Date of News Release

The Company disseminated the news release on November 18, 2014, via Stockwatch and filed it via SEDAR with the British Columbia and Alberta Securities Commissions and the TSX Venture Exchange.

Item 4 Summary of Material Change

The Company has announced resignation of the director and officer of the Company.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please see attached news release.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

N/A

Item 8 Executive Officer

Frank Underhill, President, CEO and Director, (604) 683-6657
Email: info@hellixventures.com

Item 9 Date of Report

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 18th day of November 2014.

HELLIX VENTURES INC.

"Frank Underhill"

Per: Frank Underhill