

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

**Item 1 Name and Address of Company**

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

**Item 2 Date of Material Change**

May 29, 2015

**Item 3 Date of News Release**

The Company disseminated the news release on May 29, 2015, 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 announced that the Company's common shares delisted from the TSX Venture Exchange (the "TSXV") after the close of trading on April 21, 2015 and its listing transferred to the NEX board operated by the TSXV effective as of market open on April 22, 2015 under the ticker symbol "HEL.H".

**Item 5 Full Description of Material Change**

**5.1 Full Description of Material Change**

Please see the Company's news release dated May 29, 2015, which is available at [www.sedar.com](http://www.sedar.com).

**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](mailto:info@hellixventures.com)

**Item 9 Date of Report**

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 29th day of May, 2015.

**HELLIX VENTURES INC.**

*"Frank Underhill"*

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Per: Frank Underhill