

Form 51-102F3

Material Change Report

Item 1. Name and Address of Company

Nass Valley Gateway Ltd. (the "Company")
575-1111 West Hastings Street
Vancouver, BC
V6E 2J3

Item 2. Date of Material Change

September 30, 2013

Item 3. News Release

The News Release dated October 4, 2013 was disseminated via Canada Newswire and filed with the CNSX (Canadian National Stock Exchange).

A copy of the News Release is attached as Schedule "A".

Item 4. Summary of Material Change

The Company provided an update on its directors, committees and officers and on the grant of 810,000 two-year incentive stock options to directors, officers and employees at an exercise price of \$0.10 per share.

Item 5. Full Description of Material Change

For a full description of the material change, see the news release which is attached hereto as 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 Officers of the Company are available to answer questions regarding this report:

Dieter Peter
President and Chief Executive Officer
(604) 685-4170

Michael Zhu
Chief Financial Officer
(604) 630-6808

Item 9. Date of Report

Dated at Vancouver, BC, this 4th day of October, 2013.

MINERAL HILL INDUSTRIES LTD.

Per: "Dieter Peter"
Dieter Peter
President & CEO



NASS VALLEY GATEWAY Ltd.

Trading Symbols

CNSX: NVG

Deutsche Borse, Frankfurt: 3NVN

Germany: WKN A1JVHM/

ISIN CA6315202029

Website: www.nassvalleygateway.com

NEWS RELEASE

CORPORATE UPDATE

Vancouver, BC, Canada – October 4, 2013

Nass Valley Gateway Ltd. (the “Company” or “Nass Valley”) wishes to announce that at its recently held Annual General Meeting (the “AGM”), Messrs. Melvin Stevens, Peng Zhang, Andrew von Kursell, John Patrick Copeland and Dieter Peter were re-elected as Directors of the Company and Manning Elliott LLP, Chartered Accountants were re-appointed as the Company’s auditors.

The Company’s shareholders passed the resolution approving and ratifying the number of shares reserved for issuance under the Company’s stock option plan to be 1,489,152 shares. At the board meeting held immediately after the AGM, the following officers and committee members were appointed:

Officers

President & CEO
Chief Financial Officer
Corporate Secretary

Dieter Peter
Michael Zhu
Michael Kelm

Audit Committee

John Patrick Copeland, Chairman
Melvin Stevens
Peng Zhang

Environmental and Safety Committee

James Elliott, Chairman
Bert Kelm
Dieter Peter

Advisory Committee

Lawrence Chen
Bert Kelm
James Elliott
Dr. Mory Ghomshei

The Company also granted an aggregate of 810,000 incentive stock options to its officers, directors and employees at an exercise price of \$0.10 per share. These options are granted for a two-year period and the grant is subject to vesting provisions.

The Board of Directors welcomed Michael Kelm who assisted the CEO, mostly on corporate administration, and the Company’s CFO in his corporate secretarial duties.

Corporate Office
575-1111 West Hastings Street
Vancouver, B.C. V6E 2J3

Telephone: (604) 685-4170
Fax: (604) 685-2360



Michael Kelm received his Bachelor of Arts Degree in Economics and Political Science from the University of British Columbia in 2004 and a Diploma of Technology in Business Administration - with Honours - from the British Columbia Institute of Technology in 2005.

The Board is looking forward to the addition of Mr. Kelm to its management team.

The Board also welcomes Mr. Lawrence Chen to its Advisory Committee. Mr. Chen is a Co-Founder & Managing Partner of Alder Matrix Group Ltd., an expert on Microwave technology and has over 30 years of entrepreneurial experience working in Canada and China.

The Board is looking forward to working with Mr. Chen.

ABOUT NASS VALLEY GATEWAY LTD.

Since 2011, Nass Valley is focused on developing, marketing and establishing environmentally responsible Energy Converting and Waste Disposal Technology, through its subsidiary, Global Environomic Systems Corp. ("GSC"). Nass Valley progressed in 2012 on specific multiwave technology applications through its subsidiary, M-Wave EnviroTech Inc. which has installed North America's first demonstration and production unit in British Columbia, Canada. Nass Valley views both of its environmentally responsible technologies as State Of The Art Systems.

Nass Valley Gateway and its subsidiaries are devoted to building value for their shareholders and employees, contributing to the improvement of the communities in which they operate through employment creation, and implementing sustainable practices designed to preserve and enhance our environment.

For further information please contact:

Dieter Peter, President & CEO, Phone: 604-685-4170

The CNSX has not reviewed, and does not accept responsibility for the adequacy or accuracy of the contents of this news release.
