

Form 51-102F3
Material Change Report

Item 1. Reporting Issuer

ME Resource Corp.
503-1473 Johnston Road
White Rock, BC V4B 0A2
Telephone: (604) 893-7033

Item 2. Date of Material Change

November 1, 2016

Item 3. Press Release

Issued on November 1, 2016 at Vancouver, British Columbia, Canada and disseminated through BayStreet.ca and Stockwatch.com

Item 4. Summary of Material Change

October 20, 2016 - VANCOUVER, BRITISH COLUMBIA – ME Resource Corp. (the "Company" or "MEC") (CNSX: MEC | OTC: MEEXF) reports that, the Company entered into various settlement agreement with ten creditors. Under the terms of the settlement agreement, the Company has agreed to issue 5,650,000 common shares of the Company at a deemed price of \$0.10 per share, to the creditors, in settlement of \$565,000 of outstanding indebtedness. All share issued will be restricted from trading until certain commercialization milestones have been achieved.

The Private Placement for \$200,000 at \$0.10 per share announced on August 11, 2016 has been closing in tranches, with \$40,000 closed already and the Company expects to complete the final tranche shortly and complete the entire \$200,000 private placement.

Item 5. Full Description of Material Change

See attached press release.

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

N/A

Item 7. Omitted Information

None

Item 8. Senior Officers

The following senior officers of the Issuer are knowledgeable about the material change and may be contacted by the Commission at the address and telephone number:

Navchand Jagpal
President and CEO
(604) 893 - 7033

Item 9. Date of Report November 1, 2016



FOR IMMEDIATE RELEASE

Debt Settlement and Private Placement Update

October 20, 2016 - VANCOUVER, BRITISH COLUMBIA – ME Resource Corp. (the "Company" or "MEC") (CNSX: MEC | OTC: MEEFX) reports that, the Company entered into various settlement agreement with ten creditors. Under the terms of the settlement agreement, the Company has agreed to issue 5,650,000 common shares of the Company at a deemed price of \$0.10 per share, to the creditors, in settlement of \$565,000 of outstanding indebtedness. All share issued will be restricted from trading until certain commercialization milestones have been achieved.

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About ME Resources Corp.:

ME Resource Corp. ("MEC") is a Canadian company focusing on the development, commercialization and deployment of an economical, mobile and modular waste natural gas processor, which synthesizes waste natural gas, both flared and vented, into green fuel - Engineered Fuel™ and Clean Power. ME Resource Corp. is also pursuing the acquisition, exploration and development of resource properties. The Company's objective is to explore and develop its current assets and pursue additional acquisitions. The Corporation intends to acquire a portfolio of properties through project acquisitions, joint ventures and alliances.

On behalf of the Board of Directors

"Navchand Jagpal"

Navchand Jagpal

President and CEO

ME Resource Corp.

FOR MORE INFORMATION, PLEASE CONTACT:

Navchand Jagpal

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