

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Nexco Resources Inc. (“Nexco” or the “Company”)
Suite 200, 551 Howe Street
Vancouver, BC V6C 2C2
Fax: 604.683.4499

Item 2: Date of Material Change

May 5, 2017.

Item 3: News Release

The news release was disseminated on May 8, 2017 through Canada Stockwatch and Market News and filed on SEDAR.

Item 4: Summary of Material Change

The Company completed its initial public offering (the “Offering”) which raised aggregate gross proceeds to the Company of \$480,000, pursuant to its final prospectus dated February 14, 2017 (the “Prospectus”).

Item 5: Full Description of Material Change

The Company completed its Offering which raised aggregate gross proceeds to the Company of \$480,000, pursuant to its Prospectus.

Canaccord Genuity Corp. (the “Agent”) acted as Nexco’s exclusive agent in respect of the Offering, which consisted of the issuance of 3,200,000 common shares (“Shares”) of the Company at a price of \$0.15 per Share for aggregate gross proceeds of \$480,000.

As consideration for the services provided by the Agent to the Company, the Agent received a cash commission of 8% of the gross proceeds of the Offering in addition to a corporate finance fee. Nexco further issued to the Agent 256,000 non-transferable common share purchase warrants (each an “Agent’s Warrant”). Each Agent’s Warrant entitles the Agent to purchase one common share in the capital of Nexco (an “Agent’s Warrant Share”) at a price of \$0.15 per Agent’s Warrant Share until May 4, 2019.

The gross proceeds from the Offering will be directed primarily to exploring Nexco’s Berger-Golden Eagle Mineral property (the “Berger-Golden Eagle Property”) located near South Central British Columbia. A two-stage exploration program on the Berger-Golden Eagle Mineral Property, with the second stage of the work program being contingent on the success of the first stage, has been recommended. The expected costs of the stage 1 and stage 2 programs are \$102,000 and \$84,000, respectively. Nexco expects to complete the Stage 1 program by the end of September 30, 2017.

The Berger-Golden Eagle Property is held under an option to purchase agreement from Barrie Field-Dyte (the “Vendor”) whereby Nexco can acquire up to a 100% interest in the property by (i) making a cash payment of \$12,000 to the Vendor no later than 15 days after May 4, 2017, and (ii) issuing 100,000 Shares to the Vendor no later than 15 days after May 4, 2017.

Nexco's common shares commenced trading on the Canadian Securities Exchange under the symbol "NXU" on May 9, 2017.

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

N/A.

Item 7: Omitted Information

N/A.

Item 8: Executive Officer

The following executive officer of the Company is knowledgeable about the material change disclosed in this report and may be contacted as follows:

Robert Coltura, Chief Executive Officer
Telephone: 604.888.1892

Item 9: Date of Report

May 15, 2017