

MATERIAL CHANGE REPORT

- Item 1.** Name and Address of Company – Nexco Resources Inc. (the “Company”), 1095 West Pender Street, Suite 750, Vancouver, BC V6E 2M6
- Item 2.** Date of Material Change – December 31, 2020
- Item 3.** News Release – News Release issued December 31, 2020.
- Item 4.** Summary of Material Change – On December 31, 2020 the Company announced the closing of a private placement for \$1,863,450 through the issuance of 12,423,000 units.
- Item 5.** Full Description of Material Change - Nexco Resources Inc. (the “Company” or “Nexco”) is pleased to announce the closing of the first tranche of its non-brokered private placement (the “Private Placement”) of units, raising gross proceeds to the Company of \$1,863,450. The Company intends to use the net proceeds of the Private Placement for business development, marketing and general working capital purposes.
- The Company has issued an aggregate of 12,423,000 units (each, a “Unit”) in the capital of the Company at a purchase price of \$0.15 per Unit. Each Unit consists of one common share (a “Common Share”) of the Company and one half of one transferable Common Share purchase warrant (a “Warrant”). Each Warrant is exercisable to purchase an additional Common Share (a “Warrant Share”) of the Company at an exercise price of \$0.30 per Warrant Share until December 31, 2022. A total of 12,423,000 common shares and 6,211,500 share purchase warrants have been issued. The Common Shares are subject to a four-month hold period expiring on May 1, 2021. Finder’s fees of \$149,076.00 were paid and 993,840 brokers warrants were issued, at an exercise price of \$0.20, exercisable until December 31, 2022.
- Item 6.** Reliance on Section 7.1(2) or (3) of National Instrument 51-102 – Not applicable.
- Item 7.** Omitted Information – No significant facts remain confidential in, and no information has been omitted from, this report.
- Item 8.** Executive Officer – Mr. Zayn Kalyan, Interim CEO of the Issuer, is knowledgeable about the material change and this report. He can be contacted at (778) 938-3367.
- Item 9.** Date of Report – Dated December 31, 2020.