

## 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** – January 2, 2025
- Item 3.** **News Release** – News Release issued January 2, 2025
- Item 4.** **Summary of Material Change** – announces that it has been granted a management cease trade order (“MCTO”) from the British Columbia Securities Commissions under National Policy 12-203 Cease Trade Orders for Continuous Disclosure Defaults, which will prohibit trading securities of the Company by certain individuals until such time as the Required Filings and all continuous disclosure requirements have been filed by the Company and the MCTO has been lifted.
- Item 5.** **Full Description of Material Change** - Nexco Resources Inc. (the “Company” or “Nexco”) Please see News Release attached hereto as Schedule A.
- 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, 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** – January 3, 2025

**SCHEDULE A**  
**NEWS RELEASE DATED JANUARY 2, 2025**

**NEXCO RESOURCES INC.**  
#750 – 1095 West Pender Street  
Vancouver, British Columbia V6E 2M6  
Telephone: 778-938-3367

Trading Symbol: CSE:N XU

## **NEXCO ANNOUNCES GRANT OF MANAGEMENT CEASE TRADE ORDER**

**Vancouver, British Columbia, January 2, 2025 – Nexco Resources Inc. (“NXU”) (the “Company” or “Nexco”)** announces that it has been granted a management cease trade order (“MCTO”) from the British Columbia Securities Commissions under National Policy 12-203 Cease Trade Orders for Continuous Disclosure Defaults (“NP 12-203”), which will prohibit trading securities of the Company by certain individuals until such time as the Required Filings (defined below) and all continuous disclosure requirements have been filed by the Company and the MCTO has been lifted.

While the MCTO is effective, all management, officers and directors of the Company will be prohibited from trading in the Company's securities, but the general public, who are not insiders of the Company, will continue to be able to trade in the Company's listed securities.

The Company was unable to file its audited financial statements for the year ended August 31, 2024, and the related management's discussion and analysis and Chief Executive Officer and Chief Financial Officer certificates for this period (collectively, the "Required Filings") before the December 30, 2024 filing deadline (the "Filing Deadline").

The Company's failure to file its Required Filings by the Filing Deadline is due to recent financial difficulties affecting the Issuer's ability to fund its audit. The Company anticipates that it will be in a position to file the Required Filings on or about February 28, 2025. The MCTO will be in effect until the Required Filings are filed.

The Company confirms that there is no other material information relating to its affairs that has not been generally disclosed. The Company will provide updates as further information relating to the Annual Financial Filings becomes available. The Company intends to satisfy the provision of the alternative information guidelines set out in sections 9 and 10 of NP 12-203 as long as the Required Filings are outstanding.

### **ON BEHALF OF THE BOARD**

Zayn Kalyan, Chief Executive Officer  
Telephone: 778-938-3367  
Email: [zayn@altuscapital.ca](mailto:zayn@altuscapital.ca)

### ***Forward-Looking Statements***

*This news release contains forward-looking statements. All statements, other than statements of historical fact that address activities, events or developments that the Company believes, expects or anticipates will or may occur in the future are forward-looking statements. Forward-looking*

*statements in this news release include statements are regarding warrants. The forward-looking statements reflect management's current expectations based on information currently available and are subject to a number of risks and uncertainties that may cause outcomes to differ materially from those discussed in the forward-looking statements.*

*Although the Company believes that the assumptions inherent in the forward-looking statements are reasonable, forward-looking statements are not guarantees of future performance and, accordingly, undue reliance should not be put on such statements due to their inherent uncertainty. Factors that could cause actual results or events to differ materially from current expectations include, among other things: general market conditions; and other factors beyond the control of the Company. Nexco expressly disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except as required by applicable law.*