

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Applied Inventions Management Corp. (the "**Company**")
1 Adelaide Street East, Suite 801
Toronto, Ontario
M5C 2V9

Item 2. Date of Material Change

September 2, 2014.

Item 3. News Release

The Company issued a press release via a Canadian news wire service on September 3, 2014, a copy of which has been filed on SEDAR.

Item 4. Summary of Material Change

The Company has settled indebtedness of an aggregate \$50,000 of outstanding debt owing to Michael Stein, a director and officer of the Company.

Item 5. Full Description of Material Change

The Company announced that it has settled indebtedness (the "**Settlement**") of an aggregate of \$50,000 of outstanding debt owing to Michael Stein, a director and officer of the Company, by way of issuance of Class B Voting shares of the Company. The Settlement represents repayment of certain shareholder advances made by Michael Stein for the payment of administrative expenses of the Company.

The Company issued 833,333 Class B Voting shares of the Company (the "**Shares**") at a price of \$0.06 per Share, in full satisfaction of \$50,000 of outstanding debt owing to Michael Stein. The Shares are subject to a four-month hold period from the date of issuance.

The Company received disinterested shareholder approval of the issuance of Shares at a shareholders' meeting held on June 4, 2014.

The Settlement constitutes a related party transaction pursuant to Multilateral Instrument 61-101 - Protection of Minority Security Holders in Special Transactions ("MI 61-101"). The Company is exempt from the formal valuation and minority approval requirements of MI 61-101 in reliance on Sections 5.5(b) and Sections 5.7(b), respectively, of MI 61-101.

Item 6. Reliance on Subsection 7.1(2) of National Instrument 51-102

Not Applicable.

Item 7. Omitted Information

No information has been omitted from this material change report.

Item 8. Executive Officer

The following senior officer of the Company is knowledgeable about the material change and the Report and may be contacted by the Commission as follows:

Mr. Michael Stein
Chief Executive Officer
Applied Inventions Management Corp.

Telephone: 416-410-7722
E-mail: michael.stein@rogers.com

Item 9. Date of Report

September 9, 2014.