

Form 51-102F3

MATERIAL CHANGE REPORT

ITEM 1 NAME AND ADDRESS OF COMPANY

RXT 110 INC.
686 St. Clair Ave. West
Toronto, Ontario
M6C 1B1

ITEM 2 DATE OF MATERIAL CHANGE

July 22, 2011

ITEM 3 PRESS RELEASE

A press release reporting the material change was issued by the Company on July 22, 2011 through Marketwire.

ITEM 4 SUMMARY OF MATERIAL CHANGE

See the press release issued on July 22, 2011 attached as Schedule "A" hereto.

ITEM 5 FULL DESCRIPTION OF MATERIAL CHANGE

See the press release issued on July 22, 2011 attached as Schedule "A" hereto.

ITEM 6 RELIANCE ON SUBSECTION 7.1 (2) or (3) OF NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7 OMITTED INFORMATION

Not applicable.

ITEM 8 EXECUTIVE OFFICER

The following officer is knowledgeable about the material change and this report:
Bruce Lewis
President
416 667 9017

ITEM 9 DATE OF REPORT

DATED in the Province of Ontario, this 22nd day of July, 2011.

Schedule "A"

RXT 110 INC. Announces First Closing of the Private Placement

Toronto, Ontario (July 22, 2011) - RXT 110 INC. (CNSX:RXT) (the "Company") is pleased to announce that closing of the first tranche of the private placement of up to 14,135,000 Units at a price of \$0.20 for gross proceeds of up to \$2,827,000 (the "Offering") announced July 14, 2011. The Company issued and sold 7,900,000 Units for aggregate consideration of \$1,580,000, each Unit consisting of one Class A Share and one Class A Share purchase warrant. Each warrant will entitle the holder to purchase one additional Class A Share in the capital of the Corporation (a "Warrant Share") at an exercise price of \$0.30 per Warrant Share to the extent such Warrant is exercised on or before the date that is 18 months from the closing of the Offering. In connection with the issue and sale of the Units, the Company paid a finder's fee in the amount of \$124,000 and issued 620,000 warrants to acquire 620,000 Class A Shares at an exercise price of \$0.20 at any time on or before the date that is 18 months from the closing of the Offering. All securities issued will be subject to a four-month hold period. The proceeds will be used for working capital purposes and in furtherance of the Company's activities in connection with the license agreement previously announced on June 10, 2011.

About RXT 110 Inc.

RXT 110 Inc.'s line of retail anti-microbial products will effectively kill mould, bacteria and fungi on contact and prevent re-growth. These products address the demand created by the mounting health and environmental concerns. Mould can affect the immune system, nervous system, liver, kidneys, blood and cause brain damage.

RXT will also manufacture and distribute RXT 110, an anti-microbial filler. Calcium Carbonate is one of the most common fillers used industrially. It is susceptible like other fillers that hold moisture to attracting mould. Annual global revenue in the calcium carbonate filler industry approximates 140 billion dollars. RXT 110 Inc. will produce anti-microbial filler that performs 'filling' and 'bulking' functions like calcium carbonate. RXT 110 does not attract moisture and consequently mould infestation. RXT filler with its anti-microbial high ph core in individual particles enhances commercial product life and eradicates a broad spectrum of known bacteria, fungi, algae and other micro - organisms by suppression of their reproduction.

Forward-Looking Information

This release may contain forward-looking statements information and statements which constitute "forward-looking information" under Canadian securities law and which may be material regarding, among other things, the Company's beliefs, plans, objectives, estimates, intentions and expectations with respect to its capital and funding plans. Inherent in the forward-looking information and statements are known and unknown risks, uncertainties and other factors beyond the Company's ability to control or predict, which give rise to the possibility that the Company's predictions, forecasts, expectations or conclusions will not prove to be accurate, that its assumptions may not be correct and that the Company's plans, objectives and statements will

not be achieved. Actual results or developments may differ materially from those contemplated by the forward-looking information and statements. Consequently, undue reliance should not be placed on such forward-looking statements.

The shares have not been, nor will be, registered under the United States Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or applicable exemption from the registration requirement of such Act. This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of these securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to qualification under the securities laws of any such jurisdiction.

NOT FOR DISTRIBUTION IN THE UNITED STATES OR OVER UNITED STATES WIRE SERVICES.

On behalf of the Board of Directors of RXT 110 Inc.

Bruce Lewis
Chairman

The CNSX has in no way passed upon the merits of the proposed transaction and has neither approved nor disapproved of the contents of this press release. Neither the CNSX nor its Regulation Services Provider (as such term is defined in the policies of the CNSX) accepts responsibility for the adequacy or accuracy of this release.