

**FORM 51-102F3
MATERIAL CHANGE REPORT**

ITEM 1 Name and Address of Company:

CellStop Systems Inc.
302 – 1620 West 8th Avenue
Vancouver, BC V6J 1V4

ITEM 2 Date of Material Change:

June 10, 2013.

ITEM 3 News Release:

A news release was distributed via Marketwire and filed via SEDAR on June 10, 2013.

ITEM 4 Summary of Material Change:

Vancouver, British Columbia – CellStop Systems Inc. ("**CellStop**" or the "**Company**") (NEX: KNO.H) announced that, subject to the approval of the TSX Venture Exchange (the "**Exchange**"), Virginia Olnick has been appointed to the board of directors of the Company.

ITEM 5 Full Description of Material Change:

Please see attached press release.

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:

Further information relating to this Material Change Report may be obtained from:

Michelle Gahagan, President and CEO
Telephone: (604) 639-4459

ITEM 9 Date of Report:

DATED as of June 10, 2013.

CELLSTOP SYSTEMS APPOINTS NEW DIRECTOR

FOR IMMEDIATE RELEASE

June 10, 2013

Vancouver, British Columbia – CellStop Systems Inc. ("**CellStop**" or the "**Company**") (NEX: KNO.H) is pleased to announce that, subject to the approval of the TSX Venture Exchange (the "**Exchange**"), Virginia Olnick has been appointed to the board of directors of the Company.

Ms. Olnick is the owner of a successful business in Vancouver, BC. Ms. Olnick graduated with a Bachelor of Science Degree from UBC in 2009 and has been an active investor in the venture capital markets for over 15 years. She has completed the Canadian Securities Course as well as the Public Companies: Financing, Governance, and Compliance course from SFU.

The board of directors of CellStop is now comprised of Michelle Gahagan, Michael Curtis, Gerald Tuskey and Virginia Olnick.

For further information, please contact:

CellStop Systems Inc.

Michelle Gahagan, President and CEO

T: (604) 639-4459

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.