

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Reporting Issuer

NanoStruck Technologies Inc. (the "Company")
2660 Meadowvale Blvd., Suite 6B
Mississauga, ON L5N 6M6

Item 2: Date of Material Change

November 4, 2013.

Item 3: News Release

A news release was issued and disseminated on November 5, 2013 through TheNewsWire and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

The Company announced that the Company has granted stock options to purchase a total of 6,620,000 common shares at an exercise price of \$0.15 per share for a period of three years, in accordance with the provisions of the Company's stock option plan.

Item 5: Full Description of Material Change

The Company announced that the Company has granted stock options to purchase a total of 6,620,000 common shares at an exercise price of \$0.15 per share for a period of three years, in accordance with the provisions of the Company's stock option plan. The option exercise price was set pursuant to CNSX policies, whereby the exercise price must not be lower than the greater of the closing market prices on (a) the trading day prior to the option grant date, and (b) the date of the option grant. The options are allocated as to (i) 4,600,000 options to the Company's directors and officers, (ii) 1,420,000 options to the Company's consultants, and (iii) 600,000 options to the Company's advisory board.

Item 6: Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7: Omitted Information

None.

Item 8: Executive Officer

For further information, please contact:

Raj Kurichh, Chief Marketing Officer at (905) 813-0900

Item 9: Date of Report

November 5, 2013.