

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

June 16, 2014.

Item 3: News Release

A news release was issued and disseminated on June 17, 2014 and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

On June 16, 2014, the Board extended the deadline for shareholder director nominations to 5 PM Pacific Time, June 18 2014. The Company had previously approved an Advance Notice Policy effective May 22, 2014. The Advance Notice Policy is currently in effect and will be presented to shareholders of the Company in the form of amendments to the Company's articles at the Company's annual general and special meeting of shareholders to be held on June 20, 2014.

Item 5: Full Description of Material Change

The Company approved an Advance Notice Policy effective May 22, 2014. The Advance Notice Policy is currently in effect and will be presented to shareholders of the Company in the form of amendments to the Company's articles at the Company's annual general and special meeting of shareholders to be held on June 20, 2014.

As set out in the Information Circular that was mailed to shareholders and posted with the Company's public filings on www.sedar.com on May 29, 2014, the Advance Notice Policy includes, among other things, a provision that requires advance notice be given to the Company in circumstances where nominations of persons for election to the Board are made by shareholders of the Company other than pursuant to: (i) a requisition of a meeting made pursuant to the provisions of the *Business Corporations Act* (British Columbia) (the "Act"); or (ii) a shareholder proposal made pursuant to the provisions of the Act.

The Advance Notice Policy sets a deadline by which holders of record of common shares in the capital of the Company must submit director nominations to the Company prior to any annual general or special meeting of shareholders, sets forth the information that a shareholder must include in the notice to the Company, and establishes the form in which the shareholder must submit the notice for that notice to be in proper written form.

In the case of an annual general meeting of shareholders, notice to the Company must be made not less than 30 days and not more than 65 days prior to the date of the annual general meeting. However, in the event that the annual general meeting is to be held on a date that is less than 50 days after the date on which the first public announcement of the date of the annual general meeting was made, notice may be made not later than the close of business on the tenth day following such public announcement.

In the case of a special meeting of shareholders (which is not also an annual general meeting) notice to the Company must be made not later than the close of business on the fifteenth day following the day on which the first public announcement of the date of the special meeting was made.

In accordance with the Advance Notice Policy, the deadline by which holders of record of common shares in the capital of the Company must submit director nominations to the Company prior to the annual general meeting to be held on June 20, 2014 was June 9, 2014. The Board has decided to extend the deadline to 5 PM Pacific Time, Wednesday June 18, 2014. No director nominations from shareholders will be accepted for the June 20, 2014, AGM after that time.

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

June 17, 2014.