

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 18, 2014.

Item 3: News Release

A news release was issued and disseminated on June 18, 2014 and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

The Company announced a Letter of Intent (LOI) signed with the Municipality of Puerto Vallarta, Mexico to treat the leachate water at the Puerto Vallarta Landfill site (the "Plant").

Item 5: Full Description of Material Change

The Company announced a Letter of Intent (LOI) signed with the Municipality of Puerto Vallarta, Mexico to treat the leachate water at the Puerto Vallarta Landfill site (the "Plant").

Bundeep Singh Rangar, Interim CEO and Chairman of the Board said: "Leachate is among the most contaminated wastewaters on our planet. Using the capability of our nanotechnology, we are effectively treating the leachate water and are doing so in a way that protects the environment and saves the Mexican taxpayer money. We believe there is a large opportunity is present for us in this regard."

NanoStruck and Puerto Vallarta Landfill are working towards finalizing an agreement for Puerto Vallarta Landfill to purchase the Plant for a price of approximately C\$2.21M including financing costs, payable over 72 monthly payments (the "Contract"). The LOI spells out the technology and commercial terms for the proposed undertaking.

Incorporating NanoStruck's proprietary NanoFiltration technology, the Plant reduces heavy metals and other contaminants by up to 99%, rendering the treated leachate fully compliant with the requirements of NOM-001-3 SEMARNAT (Mexico's Environment Ministry). This will allow the Puerto Vallarta Landfill to clean water locally and safely dispose the treated wastewater into local water courses or use it for agricultural irrigation, saving money on offsite third party treatment and associated transportation charges.

There is a major problem with leachate disposal at a significant number of landfill sites in Mexico. NanoStruck's on site leachate treatment solutions reduce costs and ensure municipalities and private landfill owners are fully compliant with the strictest regulatory requirements. Currently, Mexico has 370 major government owned landfill sites and numerous privately-owned landfills. By law, leachate, which is highly polluted drainage water from land field sites, must be treated to reduce containments before being released into the environment.

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 18, 2014.