

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

January 27, 2015

Item 3: News Release

A news release was issued and disseminated on February 4, 2015 through TheNewsWire and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

The Company announced the appointment of Steve McCann as the Company's Chief Financial Officer (CFO).

Item 5: Full Description of Material Change

The Company announced the appointment of Steve McCann as the Company's Chief Financial Officer (CFO).

Steve McCann, a seasoned finance professional, brings to the Company more than 30 years' experience in finance, acquisitions and international business. In addition, he is well versed with London Stock Exchange's regulatory and operational requirements. In 2006, Mr. McCann was appointed CFO of Cubus Lux plc, a British public company with operations in Croatia. Previously, he worked for Milliken & Co., the US textile and chemicals company based in Viersen, Germany, where he controlled finances of the entire Achter Group, with responsibilities for subsidiaries in the UK, Spain, Brazil and Germany. In this role, he became a senior executive in the Milliken hierarchy in Spartanburg, South Carolina, USA.

Mr. McCann graduated from the University of Manchester, England, with a degree in Economics and Accounting. He qualified as a Chartered Accountant in 1985 and is a Fellow of the Institute of Chartered Accountants in England and Wales (FCA).

Steve McCann, a member of the board of directors of the Company, takes over the CFO position from Richard Goldman. The Company wishes Mr. Goldman all the best in his future endeavors.

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

February 4, 2015.