

Auxellence Health Corporation
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Auxellence Health Corporation (the “Issuer”)

#302-675 West Hastings St., Vancouver, British Columbia, V6B 1N2

Item 2: Date of Material Change

September 26, 2014 and September 29, 2014

Item 3: News Release

New releases were issued and disseminated via TheNewswire on September 26, 2014 and September 29, 2014 and filed on SEDAR (www.sedar.com). Copies of the news releases are attached as Schedule “A” hereto.

Item 4: Summary of Material Change

On September 26, 2014 and September 29, 2014, the Issuer announced that its medical device manufacturer received all market clearances (ISO 13485) for sales in Canada and the European Union.

Item 5: Full Description of Material Change

See attached news releases at Schedule "A" to this report.

Item 6: Reliance on Subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7: Omitted Information

Not applicable.

Item 8: Executive Officer

The following senior officer of the Company is knowledgeable about the material change and this report:

Sydney Au
Chief Executive Officer and Director

Item 9: Date of Report

October 1, 2014

SCHEDULE "A"

Auxellence announces Market Clearances for its Medical Device Manufacturer; Highlights Updates to Shareholders

VANCOUVER, BC, Friday, September 26, 2014 – Auxellence Health Corporation (CSE:AID) today announces that its medical device manufacturer (ISO 13485) has received all market clearances for sales in Canada and the European Union.

Auxellence has been very active for this year to date and would like to recap and highlight some of its accomplishments.

2014 HIGHLIGHTS RECAP

- Auxellence acquires the intellectual property underlying the company's interactive health care system (subject to certain terms and conditions).
- Auxellence extends a General Service Agreement (GSA) in principle with a medical device manufacturer covering scientific research and experimental development, production and commercialization operations.
- Auxellence enters into an agreement with a venture capital firm (Intrinsic Venture Corp.) to participate in debt and equity financing of the Company and to assist in developing a United States rollout strategy for the Company's Health Technology and System.
- Auxellence receives Final Order to complete a Plan of Arrangement from Supreme Court of BC.
- Auxellence signs a USA Distribution Agreement.
- Proceeds of former debt financings participate in equity financing totaling approximately \$1.15 million for the 2014 year to date. (4 Early Warning Reports for significant shareholders result from Financing or other Shares or Asset acquisitions).
- Our medical device manufacturer (ISO 13485) has received market clearance for sales in Canada and European Union.

Contact:
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Auxellence Health Corporation
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Phone: (604) 780-3311

About Auxellence Health Corporation (CSE:AID)
Auxellence is a technology company engaged in the provision of biomedical online services for common health problems. The company offers an extensive platform for physiologically interactive computing supporting therapeutic-diagnostic (theranostic) devices, expert systems, and

recommender applications for personal health management. The initial focus is on weight management and skin conditions.

Disclaimer for Forward-Looking Information

Statements in this press release regarding the Company which are not historical facts are “forward-looking statements” that involve risks and uncertainties. Such information can generally be identified by the use of forwarding-looking wording such as “may”, “will”, “expect”, “estimate”, “anticipate”, “intend”, “believe” and “continue” or the negative thereof or similar variations. Since forward-looking statements address future events and conditions, by their very nature they involve inherent risks and uncertainties. Actual results could differ materially from those currently anticipated in such statements due to factors. The Company does not intend to update any changes to such statements, except as required by law. Although Management believes that the expectations represented in such forward-looking statements are reasonable, there can be no assurance that such expectations will prove to be correct. This news release does not constitute an offer to sell or solicitation of an offer to buy any of the securities described herein and accordingly undue reliance should not be put on such. Neither Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.

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SCHEDULE "A" continued.

Auxellence Confirms Market Clearances and Certifications Completed

VANCOUVER, BC, Monday, September 29, 2014 – Auxellence Health Corporation (CSE:AID) today confirmed that its medical device manufacturer and operator (ISO 13485:2003, ISO 9001:2008) has received all regulatory (Health Canada and CE Mark) certifications and market clearances for sales in Canada and the European Union.

Contact:

Sydney Au, CEO

Auxellence Health Corporation

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Phone: (604) 780-3311

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