

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name & Address of Company

Breathtec Biomedical Inc.
Suite 915 - 700 West Pender Street
Vancouver BC Canada V6C 1G8

Item 2. Date of Material Change

September 19, 2017

Item 3. News Release

A news release announcing the material change was issued on September 20, 2017 through the facilities of Marketwired via Canadian Disclosure and a copy was filed on SEDAR.

Item 4. Summary of Material Change

The Company announced that effective immediately, Guy La Torre has resigned as Director and Chief Executive Officer of the Company to pursue other ventures. An interim CEO will be appointed in due course.

Item 5. Full Description of Material Change

Item 5.1 Full Description of Material Change

Please refer to the press release of the Company disseminated on September 20, 2017, attached hereto.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

For further information, please contact Mike Sadhra, CFO at (604) 646-1553 or msadhra@sadrachow.com

Item 9: Date of Report

September 20, 2017



NEWS RELEASE

Breathtec Biomedical Announces Resignation of Chief Executive Officer

Vancouver, British Columbia, September 20, 2017 Breathtec Biomedical Inc. (CSE: BTH) (CNSX: BTH) (FRANKFURT: BTI) (OTCQB: BTHCF) (the “Company”) announces that effective immediately, Guy La Torre has resigned as Director and Chief Executive Officer (“CEO”) of the Company to pursue other ventures. The Company wishes Guy the best with his future endeavours. An interim CEO will be appointed in due course.

ON BEHALF OF THE BOARD

“Michael Sadhra”

Chief Financial Officer & Director

CONTACT:

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ABOUT BREATHTEC BIOMEDICAL INC. (CSE: BTH) (OTCQB: BTHCF) (FRANKFURT: BTI)

Breathtec Biomedical, Inc. (“Breathtec”) was formed to propel innovative research in the area of airborne analysis as a medical screening tool. Our efforts are aimed at leading the development of commercially viable methods for the early screening of certain pathogens. Our primary avenue of investigation is focused on innovation and advances in the field of specialized mass spectrometry. For more information: www.breathtechbiomedical.com.

CAUTIONARY DISCLAIMER STATEMENT: No Securities Exchange has reviewed nor accepts responsibility for the adequacy or accuracy of the content of this news release. This news release contains forward-looking statements relating to product development, licensing, commercialization and regulatory compliance issues and other statements that are not historical facts. Forward-looking statements are often identified by terms such as “will”, “may”, “should”, “anticipate”, “expects” and similar expressions. All statements other than statements of historical fact, included in this release are forward-looking statements that involve risks and uncertainties. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. Important factors that could cause actual results to differ materially from the Company’s expectations include the failure to satisfy the conditions of the relevant securities exchange(s) and other risks detailed from time to time in the filings made by the Company with securities regulations. The reader is cautioned that assumptions used in the preparation of any forward-looking information may prove to be incorrect. Events or circumstances may cause actual results to differ materially from those predicted, as a result of numerous known and unknown risks, uncertainties, and other factors, many of which are beyond the control of the Company. The reader is cautioned not to place undue reliance on any forward-looking information. Such information, although considered reasonable by management at the time of preparation, may prove to be incorrect and actual results may differ materially from those anticipated. Forward-looking statements contained in this news release are expressly qualified by this cautionary statement. The forward-looking statements contained in this news release are made as of the date of this news release and the Company will update or revise publicly any of the included forward-looking statements as expressly required by applicable law.