

**FORM 51-102F3
MATERIAL CHANGE REPORT**

1. **Name and Address of Company:**

Kane Biotech Inc. (the "Company")
162 – 196 Innovation Drive
Winnipeg, Manitoba R3T 2N2

2. **Date of Material Change:**

March 11, 2014

3. **News Release:**

The Company issued a press release regarding the material change on March 11, 2014, a copy of which is attached hereto.

4. **Summary of Material Change:**

Kane Biotech Inc. (TSX-V:KNE), a biotechnology company engaged in the development and commercialization of products that prevent and remove microbial biofilms is pleased to announce the results of an in vitro efficacy study demonstrating that StrixNB oral care product is effective against cat bite wound infection associated bacteria.

5. **Full Description Of Material Change:**

See attached Schedule "A".

6. **Reliance on subsection 7.1(2) or (3) of National Instrument 51-102:**

Not Applicable.

7. **Omitted Information:**

Not Applicable.

8. **Executive Officer:**

Gord Froehlich, President and CEO
Tel: (204) 477-7592

DATED at Winnipeg, Manitoba this 11th day of March, 2014.

KANE BIOTECH INC.

Per: "Gord Froehlich"
Gord Froehlich, CEO

SCHEDULE “A”

WINNIPEG, Manitoba (March 11, 2014) - Kane Biotech Inc. (TSX-V:KNE), a biotechnology company engaged in the development and commercialization of products that prevent and remove microbial biofilms is pleased to announce the results of an *in vitro* efficacy study demonstrating that StrixNB oral care product is effective against cat bite wound infection associated bacteria.

The World Health Organization estimates in the United States there are 400,000 cat bites and 66,000 visits to hospital emergency departments every year. According to a recent study conducted by Mayo Clinic published in the Journal of Hand Surgery, 1 in 3 patients with cat bite hand wounds had to be hospitalized with two-third of those hospitalized needing surgery. *Pasteurella multocida* and *Streptococcus mitis* are more frequently found bacteria in cat bite wounds. Other less frequently found bacteria include *Staphylococcus epidermidis*, *Porphyromonas* spp. and *Fusobacterium nucleatum*.

The most common type of infection is a non-purulent wound with cellulitis, lymphangitis followed by a purulent wound without abscess formation and abscesses. A cat bite or scratch can also transmit some of these pathogens, especially *P. multocida*, to humans (zoonotic transmission) and possibly cause soft-tissue infection, deep-seated abscesses, sepsis, septic arthritis, peritonitis, pneumonia, meningitis and endocarditis.

The Company tested its unique StrixNB pet oral care formulation against these pathogens and it was very effective resulting in up to 100% killing of test organisms. Cats on StrixNB as part of their oral care treatment may help to reduce the impact of cat bite wound infections.

About StrixNB™

StrixNB is an effective oral care product helping maintain and promote good dental and oral hygiene for companion animals. StrixNB is xylitol-free, made using 100% human food grade ingredients and registered with the Interim Notification Program of Health Canada for Low Risk Veterinary Health Products.

StrixNB works against dental disease-associated bacteria by altering the mouth's environment. It breaks through dental biofilm – a highly structured, matrix-embedded microbial population – leaving bacteria otherwise inaccessible exposed for eradication by a microbial agent.

For more information about our product, please visit our website at www.strixnb.com or like us on Facebook at www.facebook.com/StrixNB.

About Kane Biotech Inc.

Kane Biotech is a biotechnology company engaged in the development and commercialization of products that prevent and remove biofilms. Biofilms develop when bacteria and other microorganisms form a protective matrix that acts as a shield against attack. When in a biofilm, bacteria become highly resistant to antibiotics, biocides, disinfectants, high temperatures and host immune responses. This resiliency contributes to human health problems such as recurrent urinary tract infections, medical device associated infections and tooth decay.

Kane Biotech uses patent protected technologies based on molecular mechanisms of biofilm formation/dispersal and methods for finding compounds that inhibit or disrupt biofilms. The Company has evidence that these technologies have potential to significantly improve the ability to prevent and/or destroy biofilms in several medical and industrial applications.

For more information, please contact:

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Caution Regarding Forward-Looking Information

Certain statements contained in this press release constitute forward-looking information within the meaning of applicable Canadian provincial securities legislation (collectively, "forward-looking statements"). These forward-looking statements relate to, among other things, our objectives, goals, targets, strategies, intentions, plans, beliefs, estimates and outlook, including, without limitation, our anticipated future operating results, and can, in some cases, be identified by the use of words such as "believe," "anticipate," "expect," "intend," "plan," "will," "may" and other similar expressions. In addition, any statements that refer to expectations, projections or other characterizations of future events or circumstances are forward-looking statements.

These statements reflect management's current beliefs and are based on information currently available to management. Certain material factors or assumptions are applied in making forward-looking statements, and actual results may differ materially from those expressed or implied in such statements. Important factors that could cause actual results to differ materially from these expectations include, among other things: Kane's early stage of development, lack of product revenues and history of operating losses, uncertainties related to clinical trials and product development, rapid technological change, uncertainties related to forecasts, competition, potential product liability, additional financing requirements and access to capital, unproven markets, supply of raw materials, income tax matters, management of growth, partnerships for development and commercialization of technology, effects of insurers' willingness to pay for products, system failures, dependence on key personnel, foreign currency risk, risks related to regulatory matters and risks related to intellectual property and other risks detailed from time to time in Kane's filings with Canadian securities regulatory authorities, as well as Kane's ability to anticipate and manage the risks associated with the foregoing. Kane cautions that the foregoing list of important factors that may affect future results is not exhaustive. When relying on Kane's forward-looking statements to make decisions with respect to Kane, investors and others should carefully consider the foregoing factors and other uncertainties and potential events.

These risks and uncertainties should be considered carefully and prospective investors should not place undue reliance on the forward-looking statements. Although the forward-looking statements contained in this press release are based upon what management believes to be reasonable assumptions, Kane cannot provide assurance that actual results will be consistent with these forward-looking statements. Kane undertakes no obligation to update or revise any forward-looking statement.

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