FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Extenway Solutions Inc.
500 Morgan Boulevard
Suite 100
Baie d'Urfé, Quebec
H9X 3V1

Item 2 Date of Material Change

June 26, 2015 (the "**Closing Date**")

Item 3 News Release

A news release was issued and disseminated via CNW Telbec and filed on SEDAR on June 26, 2015.

Item 4 Summary of Material Change

On June 26, 2015, Extenway Solutions Inc. ("**Extenway**") announced that it had closed a secured equipment loan from Knight Therapeutics Inc. ("**Knight**") in the amount of $800,000 (the "**Equipment Loan**") and a concurrent private placement of secured convertible debentures of Extenway (the "**Debentures**") in the aggregate principal amount of $800,000 (the "**Private Placement**"), for combined gross proceeds to Extenway of $1,600,000.

Item 5 Full Description of Material Change

On June 26, 2015, Extenway announced the closing of the Equipment Loan in the amount of $800,000 from Knight to Extenway and the Private Placement of Debentures in the aggregate principal amount of $800,000, for combined gross proceeds to Extenway of $1,600,000.

The proceeds from the Equipment Loan and the Private Placement will be used to finance the purchase of equipment (the "**Equipment**") to be used in the installation of Extenway's integrated bedside terminals in hospitals under existing contracts and for working capital purposes.

Equipment Loan

The Equipment Loan was completed pursuant to the terms and conditions of a secured loan agreement (the "**Loan Agreement**") between Extenway, as borrower, and Knight, as lender. The Equipment Loan shall bear interest at a rate of 15% per annum to be paid quarterly and shall decrease to a rate of 13.5% per annum upon satisfaction of certain conditions precedent, including an equity raise requirement. The Equipment Loan shall mature on June 25, 2021. Extenway shall pay to Knight an amount equal to 6.5% of the Equipment Loan per quarter, representing capital and interest, commencing on September 2017 and payable at the end of each remaining quarter thereafter during the term of the Equipment Loan, with the remaining outstanding principal and accrued and unpaid interest being due and payable on maturity.

Private Placement

The Debentures are secured, bear interest at a rate of 10% per annum, and will mature on the earlier of: (i) the closing date of a subsequent equity financing by Extenway for minimum gross proceeds of $4,200,000 (the "**Subsequent Equity Financing**"); and (ii) five (5) years from the Closing Date (collectively, the "**Maturity Date**").

The principal amount of the Debentures and, subject to the prior acceptance of the TSX Venture Exchange (the "**Exchange**"), any accrued interest thereon, shall automatically be converted into common shares of Extenway (each, a "**Share**") upon closing of the Subsequent Equity Financing. The conversion price of the capital and interest (subject, for the interest, to the prior approval of the Exchange) shall be equal to the price per Share of the securities to be issued under the Subsequent Equity Financing. The principal amount may be converted, at the option of the holder, from the date that is twelve (12) months after the Closing Date until the Maturity Date. Subject to customary adjustment provisions, the conversion price of the capital shall be equal to $0.08 per Share, if conversion is effected within twelve (12) months of the Closing Date, or $0.10 per Share, if conversion is effected thereafter. The conversion price of the interest shall be equal to a price per Share that is not less than the market price of the Shares at the time the accrued interest become payable.

The following insiders and control persons of Extenway (each, a "**Related Party**") participated in the Private Placement and subscribed for Debentures in the following amounts:

(i) Mr. John McAllister, President, CEO and a director of Extenway, acquired indirect beneficial ownership of Debentures in the aggregate principal amount of $100,000 through his wholly owned holding company John McAllister Holdings Inc., which represents an acquisition of securities convertible into up to an additional 0.43% of Extenway's issued and outstanding common shares, on a partially diluted basis (excluding the conversion of any accrued interest). Assuming full conversion of the principal amount of the acquired Debentures into Shares (and excluding the conversion of any accrued interest thereon), Mr. McAllister would have beneficial ownership of, or control and direction over, a total of up to 66,604,194 common shares of Extenway, which would represent 22.71% of Extenway's issued and outstanding common shares, on a partially diluted basis; and

(ii) Caisse de depot et placement du Québec (the "**CDPQ**") acquired indirect beneficial ownership of Debentures in the aggregate principal amount of $600,000 through its wholly owned subsidiary CDP Investissements inc., which represents an acquisition of securities convertible into up to an additional 2.50% of Extenway's issued and outstanding common shares, on a partially diluted basis (excluding the conversion of any accrued interest). Assuming full conversion of the principal amount thereof into Shares (and excluding the conversion of any accrued interest thereon), the CDPQ would have beneficial ownership of, or control and direction over, a total of up to 69,377,444 common shares of Extenway, which would represent 23.16% of Extenway's issued and outstanding common shares, on a partially diluted basis.

The participation of each Related Party in the Private Placement is considered a "related party transaction" under *Regulation 61-101 respecting Protection of Minority Security Holders in Special Transactions* (Québec) ("**Regulation 61-101**"). Extenway relied on Sections 5.5(a) and 5.7(1)(a) of Regulation 61-101, respectively, for exemptions from the formal valuation and minority approval requirements under Regulation 61-101, as neither the fair market value of the

Debentures issued to each Related Party, nor the amount of consideration paid therefor, exceeded 25% of Extenway's market capitalization.

The Debentures issued under the Private Placement were distributed in reliance on the prospectus exemption under Section 2.3 (Accredited investor) of *Regulation 45-106 respecting Prospectus Exemptions* (Québec).

Extenway's board of directors considered and unanimously approved the Private Placement, with Mr. McAllister abstaining from voting on the resolutions in respect thereof.

The Debentures and all underlying Shares which may be issued upon the conversion of the Debentures (collectively, the "**Securities**") are subject to a four-month plus one-day hold period from the Closing Date, expiring on October 27, 2015, pursuant to securities legislation and the policies of the TSX Venture Exchange (the "**Exchange**").

The Private Placement remains subject to the final approval of the Exchange.

Security Interest

Extenway's obligations under the Loan Agreement and the terms of the Debentures are secured by a first ranking security interest and movable hypothec over, *inter alia*, the Equipment, granted in favour of Knight and the Debenture holders, with Knight retaining a 64% fractional security interest in the Equipment and the Debenture holders retaining a 36% fractional security interest in the Equipment.

Item 6 Reliance on subsection 7.1(2) of Regulation 51-102

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

For further information, contact Mr. John McAllister, President and Chief Executive Officer, at (514) 694-1916.

Item 9 Date of Report

Dated this 6th day of July, 2015.