FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Vendome Capital Corp. (“Vendome” or the “Corporation”)
5650 Yonge Street, Suite 1500
Toronto, Ontario M2M 4G3

Item 2 Date of Material Change

November 6, 2007

Item 3 News Release

A news release was disseminated on November 6, 2007 via a Canadian news wire service. A copy of the press release has been filed on SEDAR and is attached hereto as Schedule “A”.

Item 4 Summary of Material Change

On November 6, 2007, the Corporation announced the cancellation of 278,500 stock options.

Item 5 Full Description of Material Change

Please refer to Item 4 and Schedule “A” attached hereto.

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

Not applicable.

Item 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer

Claude Ayache, Chief Financial Officer
Telephone: 416-667-0909 or vendome@exadyn.com

Item 9 Date of Report

November 6, 2007

SCHEDULE "A"
PRESS RELEASE

VENDOME CAPITAL CORP.

5650 Yonge Street • Suite 1500 • Toronto • Ontario • M2M 4G3
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FOR IMMEDIATE RELEASE **TSX Venture Exchange Symbol: VCC.P**

VENDOME CAPITAL CORP.
CANCELS STOCK OPTIONS GRANTED

November 6, 2007 – The board of directors of Vendome Capital Corp. ("Vendome" or the "Corporation"), a capital pool company and its directors, have agreed to cancel a total of 278,500 stock options at an exercise price of $0.10 that was granted to the Corporation's directors and officers. The Corporation now has 920,950 stock options issued and outstanding and 278,500 stock options available to be granted.

The Company, in association with Axiotron Inc., is in the process of preparing the Filing Statement in view of closing their Qualifying Transaction.

Axiotron is headquartered in El Segundo, California. A high-tech Solution Hardware Manufacturing company, Axiotron is an Apple® Authorized Proprietary Solution Provider and the maker of the award-winning Axiotron ModBook™, the only Mac OS® X based tablet computer solution for the Apple® Mac® market

Designed in California by Axiotron's team of German and American engineers, the Axiotron ModBook™ is at its core an after-market hardware modification kit, which allows standard off-the-shelf Apple® MacBook™ systems to be converted into high-end slate-style tablet computers.

Using radio-based WACOM Penabled® technologies, the ModBook™ enables its user to draw with 512 levels of pressure sensitivity directly on the screen, and the handwriting recognition built into Mac OS® X not only turns hand scribbles into text in every application, but also provides extended control of the system through gesture recognition. The ModBook™ comes standard with built-in Apple® iSight™ camera and an integrated CD/DVD combo drive that can be upgraded to a 8.5 GB DVD burner, and it also features an optional built-in Global Positioning System (GPS).

Axiotron's management team brings a combined 70 plus years of relevant management experience to the company. Management backgrounds include strong experience in international business management & finance, international sales, online sales, worldwide marketing and product management, and high-tech hardware and software development.

For further information about Axiotron, please visit the company's web site at www.axiotron.com.

Vendome is one of Vendome Capital Group's ("Vendome Group") capital pool companies ("CPCs"). The Vendome Group is focused on creating maximized shareholder returns through the use of CPCs. Currently, each of the Vendome Group's current two CPC's, Vendome and Vendome Capital II Corp. (TSXV: VCT-P), are trading on the TSXV under the symbols VCC.P and VCT.P, respectively. Vendome has approximately $800,000 in cash and 11,994,500 common shares issued and outstanding. VCT-P has approximately $400,000 in cash and 6,700,000 common shares issued and outstanding.

Completion of the Transaction is subject to a number of conditions, including but not limited to, the Exchange acceptance and if applicable pursuant to Exchange Requirements, majority of the minority shareholder approval. Where applicable, the Transaction cannot close until the required shareholder approval is obtained. There can be no assurance that the Transaction will be completed as proposed or at all.

Investors are cautioned that, except as disclosed in the management information circular or filing statement to be prepared in connection with the transaction, any information released or received with respect to the transaction may not be accurate or complete and should not be relied upon. Trading in the securities of a capital pool company should be considered highly speculative.

This news release does not constitute an offer to sell or the solicitation of any offer to buy any securities of Axiotron, Inc. or Vendome in any jurisdiction or to any person to whom it is or would be unlawful to make such offer or solicitation. Any securities that may be offered will not be and have not been registered under the Securities Act of 1933 or qualified under applicable state securities laws and may not be offered or sold nor distributed in the United States or to residents of the United States..
For more information, please contact:

The TSX Venture Exchange, the Securities and Exchange Commission, or the California Commissioner of Corporations has not reviewed and has in no way passed upon the merits of the proposed transaction and has neither approved nor disapproved the contents of this release.

Trading in the securities of a capital pool company should be considered highly speculative.

For more information, please contact:

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