FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

VisionSky Corp. ("VisionSky" or the "Corporation")
Suite 306, 908-17th Avenue SW
Calgary, AB T2T 0A5

Item 2. Date of Material Change

May 3, 2007

Item 3. News Release

A press release reporting the material change, a copy of which is attached, was issued by the Corporation at Calgary, Alberta through the services of Filing Services Canada on May 3, 2007.

Item 4. Summary of Material Change

VisionSky Corp. reported that it requested and was granted by the Alberta Securities Commission ("ASC"), a management cease trade order ("CTO") which effectively means that the Corporation has been granted additional time to file its audited financial statements for the year ending December 31, 2006.

The Notice of Default issued under CSA Staff Notice 57-301 is reprinted in its entirety in this news release as required by the ASC.

CSA Staff Notice 57-301

Notice of Default

1. The reporting period the Corporation is not able to file financial statements on time for is the year ending December 31, 2006.

2. The reasons for the default are (a) the Corporation was just advised within the last day by its newly-appointed auditors that they will not be able to complete the audit before April 30, 2007; (b) there are fewer days available to complete the audit due to extreme staffing pressures and constraints and time constraints due to other client commitments that coincide with December 31 fiscal year ends and tax reporting deadlines that coincide with April 31, 2007,and the Corporation was not made aware of the constraints sufficiently in advance; (c) new financial reporting requirements are adding time delays to the usual audit process fro the Corporation; and (d) the Corporation is working with auditors who have never worked with the Corporation before and therefore are requiring

more time to familiarize themselves with the Corporation and its subsidiary and their business activities.

3. The Corporation expects to file the financial statements by May 31, 2007 or earlier if possible.

4. The date that is two months after the filing deadline is June 30, 2007 and the securities commissions or regulators may impose an issuer CTO if the financial statements are not filed by that time. The Corporation accepts that an issuer CTO may be imposed sooner if the Corporation fails to file its Default Status Reports on time.

5. The Corporation intends to satisfy the provisions of Appendix B as long as it remains in default of the financial statement filing requirement.

6. There are no insolvency proceedings against the Corporation.

7. There is no other material information concerning the affairs of the Corporation that has not been generally disclosed.

As a consequence of this notice, no director, officer or other insider is permitted to buy, sell or otherwise transact in the shares of the Corporation until the audited financial statements are filed and the management CTO is removed.

Item 5. Full Description of Material Change

The full details of the material change are more fully described in the attached press release.

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

Not Applicable.

Item 7. Omitted Information

None.

Item 8. Executive Officer

Preston J. Maddin
Suite 306, 908-17th Avenue SW
Calgary, AB T2T 0A5
President and Chief Executive Officer
Telephone: (403) 234-9970

Item 9. Date of Report

May 3, 2007

News Release

The Corporation reports

VISIONSKY CORP. requests and obtains management cease trade order to allow additional time for preparing its audited financial statements.

May 3, 2007 - Calgary, Alberta – (VSKY and VSKY.W:CNQ) VisionSky Corp. (the "Corporation") reports that it has requested and been granted by the Alberta Securities Commission ("ASC"), a management cease trade order ("CTO") which effectively means that the Corporation has been granted additional time to file its audited financial statements for the year ending December 31, 2006.

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7. There is no other material information concerning the affairs of the Corporation that has not been generally disclosed.

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About VisionSky Corp.

VisionSky Corp. owns and operates the Transdirect Limited Partnership ("TransDirect") through its wholly-owned subsidiary Transdirect ATM Inc. TransDirect is a Calgary-based full-service ATM operator and ATM transaction management provider and specializes in providing non-financial institution automated teller machines and ATM processing services in British Columbia, Alberta, Manitoba and Saskatchewan. TransDirect also has vault and storage facilities in Kelowna, British Columbia and storage facilities in Saskatoon, Saskatchewan.

The CNQ has neither approved nor disapproved the contents of this press release. The CNQ does not accept responsibility for the adequacy or accuracy of this release.

For further information please contact:

Preston J. Maddin, President and Director
VisionSky Corp.
Telephone: (403) 617-0000
E-mail: preston@visionsky.com