

MATERIAL CHANGE REPORT

1. Name and Address of Company:

Critical Outcome Technologies Inc.
700 Collip Circle, Suite 213
London, Ontario N6G 4X8

2. Date of Material Change:

June 15, 2010

3. News Release:

A press release disclosing the details outlined in this Material Change Report was issued by Critical Outcome Technologies Inc. ("COTI") from London, Ontario on June 15, 2010 and disseminated through the facilities of Marketwire.

4. Summary of Material Change:

COTI announced that Michael Cloutier has resigned as Chief Executive Officer but would be continuing as a member of the board of directors. Dr. Wayne Danter was appointed Chief Executive Officer in place of Mr. Cloutier.

5. Full Description of Material Change:

Please see the attached press release.

6. Reliance on Confidentiality Section of the Act:

Not applicable.

7. Omitted Information:

Not applicable.

8. Executive Officers:

Further information regarding the matters described in this report may be obtained from Gene Kelly, Chief Financial Officer. Mr. Kelly is knowledgeable about the details of the material change and may be contacted at (519) 858-5157.

DATED June 16, 2010 at London, Ontario.