

**LEONOVUS INC.**  
1400-340 Albert Street  
Ottawa, ON K1R 0A5

**Material Change Report**  
May 1, 2015

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

The name of the reporting issuer is LeoNovus Inc. (the "Issuer" or "LeoNovus"). The Issuer's head office is located at 1196 Borregas Ave. Suite 201, Sunnyvale, California 94089 USA. Its registered office is located at 1400-340 Albert Street, Ottawa, Ontario K1R 0A5.

**Item 2. Date of Material Change**

The material change occurred on April 28, 2015.

**Item 3. News Release**

The Issuer disseminated a News Release on April 28, 2015 via a Canadian news wire service. A copy of the News Release has been filed on SEDAR.

**Item 4. Summary of Material Change**

The Issuer announced the promotion of Dan Willis to President effective May 1, 2015.

**Item 5. Full Description of Material Change**

The Issuer announced the promotion of Dan Willis to President effective May 1, 2015. Gordon Campbell has tendered his resignation as President and will continue on as Chairman and CEO of LeoNovus.

**Item 6. Reliance of Subsection 7.1(2) of National Instrument 51-102**

The Issuer is not relying on sub-section 7.1(2) of National Instrument 51-102 or the equivalent provisions of the securities legislation in other jurisdictions governing the Issuer for the filing of this report.

**Item 7. Omitted Information**

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

**Item 8. Executive Officers**

For further information, please contact Gordon Campbell, Chairman and Chief Executive Officer of the Issuer at (408) 541-9400.

**Item 9. Date of Report**

DATED at Sunnyvale, California this 1<sup>st</sup> day of May, 2015.

Per: *(s) Gordon Campbell*  
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Chief Executive Officer