FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Corporation

ANNIDIS CORPORATION ("**Annidis**" or the "**Corporation**")
100 Maple Grove
Ottawa, Ontario K2V 1B8

Item 2 Date of Material Change

June 9, 2015

Item 3 News Release

The news release dated June 9, 2015 was disseminated through Canada Newswire (CNW).

Item 4 Summary of Material Change

The Corporation completed a non-brokered private placement of 10,000,000 common shares in the capital of the Corporation (the "**Common Shares**" and each a "**Common Share**") at price of $0.25 per Common Share for gross proceeds of $2,500,000.00 with Yimai Technology International Company Limited ("**Yimai**") an insider of the Corporation. Concurrently, Annidis completed a shares-for-debt transaction with Yimai pursuant to which Annidis and Yimai settled the $500,000 unsecured promissory note (plus applicable interest thereon) previously announced by Annidis on April 15, 2015, in exchange for 2,016,667 Common Shares to Yimai at a price of $0.25 per Common Share.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

On June 9, 2015, Annidis announced the closing of a non-brokered private placement with Yimai, an insider of the Corporation, whereby the Corporation issued 10,000,000 Common Shares at a price of $0.25 per Common Share for gross proceeds of $2,500,000.00 (the "**Private Placement**").

The proceeds from the Private Placement will be used by the Corporation for general working capital purposes.

Concurrently Annidis completed a shares-for-debt transaction with Yimai pursuant to which Annidis has issued 2,016,667 Common Shares to Yimai at a price of $0.25 per Common Share in exchange for the cancellation of the $500,000.00 promissory note (plus all interest having accrued thereon) previously announced by the Corporation on April 15, 2015 (the "**Shares for Debt Transaction**").

Following the completion of the Private Placement and the Shares for Debt Transaction Yimai beneficially owns or controls 39,982,046 Common Shares representing 37.06% of the Corporation's issued and outstanding Common Shares on a non-diluted basis. 7,132,046 of the Common Shares beneficially owned by Yimai are currently held in escrow in accordance with the terms of the private placement announced on October 4, 2013 (see news release dated October 4, 2013). Yimai also beneficially owns or controls 2,000,000 warrants for the purchase of Common Shares and holds a $2,003,589.00 convertible promissory note (the "**Convertible Note**") which may be converted into approximately 7,341,841 Common Shares if converted on the maturity date (being May 17, 2017). On a partially diluted basis, assuming the exercise of Yimai's warrants and the conversion of the Convertible Note upon maturity, Yimai will beneficially own and control 42.08% of the Corporation's issued and outstanding Common Shares. Yimai is controlled by Ying Zhi Gu, Jinsong Zhang and Chunhang Yu all of whom are directors of the Corporation.

In accordance with applicable securities laws, the Common Shares issued pursuant to the Private Placement and Shares for Debt Transaction are subject to a four-month hold period expiring on October 10, 2015.

The issuance of the Common Shares to Yimai pursuant to each of the Private Placement and the Shares for Debt Transaction respectively constitute “related party transactions” as defined under TSXV Policy 5.9 and Multilateral Instrument 61-101 (“**MI61-101**”). The Corporation is relying on the exemptions from the formal valuation and minority shareholder approval requirements as set out under sections 5.5(a) and 5.7(a) of MI61-101 on the basis that for each of the respective transactions participation by the insider did not exceed 25% of the fair market value of the Corporation’s market capitalization in accordance with MI61-101. The directors of Annidis unanimously approved the private placement with Ying Zhi Gu, Jinsong Zhang and Chunhang Yu having declared their interest in the private placement and having abstained from voting on the matter in accordance with provisions of the *Business Corporates Act* (Ontario).

Annidis did not file a material change report more than 21 days before the closing of the Private Placement and the Shares for Debt Transaction as the final details of the transactions and Yimai’s participation therein were not settled until shortly prior to closing. Annidis wanted to close the transactions on an expedited basis for sound business reasons.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

The name of an executive officer of Annidis who is knowledgeable about the material change and who can be contacted is:

Gerald Slemko
Chairman of the Board
Telephone: (519) 858-1582

Item 9 Date of Report

June 18, 2015

ANNIDIS CORPORATION

(signed) “Gerald Slemko”
Gerald Slemko
Chairman of the Board