Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Hemostemix Inc. ("Hemostemix" or the "Company")
Suite 2150, 300-5th Avenue SW
Calgary, Alberta, T2P 3C4

Item 2 Date of Material Change

April 15, 2019

Item 3 News Release

The news release was disseminated on April 15, 2019 through Globe Newswire and filed on SEDAR.

Item 4 Summary of Material Change

The Company announced it intends to complete, subject to regulatory approval, a non-brokered private placement of up to a maximum of $6 million principal amount of secured, convertible, redeemable debentures.

Item 5.1 Full Description of Material Change

Please see attached Schedule "A".

Item 5.2 Disclosure for Restructuring Transactions

Not applicable

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

Not Applicable

Item 7 Omitted Information

No significant facts remain confidential in, or no information has been omitted from, this report.

Item 8 Executive Officer

For more information, please contact Kyle Makofka, Chief Executive Officer
Telephone: (403) 506-3373

Item 9 Date of report:

April 15, 2019

SCHEDULE "A"

HEMOSTEMIX ANNOUNCES CONVERTIBLE DEBENTURE FINANCING

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CALGARY, Alberta, April 15, 2019 -- Hemostemix Inc. ("**Hemostemix**" or the "**Company**") (TSX VENTURE: HEM; OTCQB: HMTXF) a biotechnology company focused on developing and commercializing innovative blood-derived stem cell therapies for medical conditions not adequately addressed by current treatments, is pleased to announce that it intends to complete, subject to regulatory approval, a non-brokered private placement of up to a maximum of $6,000,000 principal amount of secured convertible debentures (the "Offering").

Each debenture will consist of $1,000 aggregate principal amount of 8% secured, non-transferable, convertible, redeemable debentures (the "Debentures"). The Debentures will mature twenty four (24) months from the date of issuance (the "Maturity Date") and bear interest at a rate of 8% per annum. The principal amount of the Debentures is convertible into common shares of the Company ("Common Shares") at the option of the holder, at a price of $0.08 per Common Share in the first year after the date of issuance and at a price of $0.10 in the second year (as applicable, the "Conversion Price"), subject to TSX Venture Exchange ("TSXV") approval. The Company may elect to force the conversion of the principal amount of the outstanding Debentures at the Conversion Price ("Mandatory Conversion"), on not more than 60 days' and not less than 30 days' notice, if the daily closing trading price of the common shares on the TSXV is greater than $0.20 for 20 consecutive trading days preceding such notice, subject to the Mandatory Conversion being permitted under the policies of the TSXV. The Debentures will be secured obligations of the Company. The Debentures may be redeemed by the Company, in whole or in part, plus any accrued and unpaid interest, at any time prior to the Maturity Date. Finders' fee may be payable in conjunction with the Offering at the election of the Company.

The Debentures, and any common shares issuable upon conversion will be subject to a four month hold period from the date of closing.

The proceeds of the Debenture Offering will be used to continue to fund the Company's phase II clinical trial for critical limb ischemia ("CLI"), research and development, costs towards other clinical trials including application for an angina pectoris trial and for general working capital. Certain insiders of the Company intend to subscribe for Debentures pursuant to the Offering.

Kyle Makofka, Hemostemix's CEO commented, "Hemostemix has accomplished several important milestones recently including the addition of a world class Chief Medical Officer and achieving escalated trial enrollment for its CLI trial. Completion of this financing should provide the Company with the funds to reach interim analysis for its CLI trial as well as initiate another clinical trial. The past eighteen months has seen the Company fulfill several significant milestones and this additional funding will provide the resources for the Company's to continue to further the potential of its lead product ACP-01."

ABOUT HEMOSTEMIX INC.

Hemostemix is a publicly traded clinical-stage biotechnology company that develops and commercializes innovative blood-derived cell therapies for medical conditions not adequately addressed by current treatments. It is one of the first clinical-stage biotech companies to test a stem-cell therapy in an international, multicenter, Phase II clinical trial for patients with critical limb ischemia ("CLI"), a severe form of peripheral artery disease ("PAD") caused by reduced blood flow to the legs. The Phase II trial targets a participant's diseased tissue with proprietary cells grown from his or her blood that can support the formation of new blood vessels. The Company's intellectual property portfolio includes over 50 patents issued or pending throughout the world. Hemostemix has a manufacturing contract with Aspire Health Science, LLC ("Aspire"), for the production of ACP-01 and for research and development purposes at Aspire's Orlando, Florida, facility. Building towards commercialization, Hemostemix has also licensed the use, sale and import of ACP-01 for certain indications to Aspire in certain jurisdictions. The Company

is continuing research and development of its lead product, ACP-01 with other applications, including cardiovascular, neurological and vascular indications.

For more information, please visit www.hemostemix.com or email office@hemostemix.com.

Contact:

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Forward-Looking Statements

This release may contain forward-looking statements. Forward-looking statements are statements that are not historical facts and are generally, but not always, identified by the words "expects," "plans," "anticipates," "believes," "intends," "estimates," "projects," "potential," and similar expressions, or that events or conditions "will," "would," "may," "could," or "should" occur. Although Hemostemix believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results may differ materially from those in forward-looking statements. Forward-looking statements are based on the beliefs, estimates, and opinions of Hemostemix management on the date such statements were made. By their nature forward-looking statements are subject to known and unknown risks, uncertainties, and other factors which may cause actual results, events or developments to be materially different from any future results, events or developments expressed or implied by such forward-looking statements. Such factors include, but are not limited to, the Company's stage of development, the ability of ACP-01 to qualify for and be granted Orphan Drug Status, future clinical trials and results, long-term capital requirements and future ability to fund operations, future developments in the Company's markets and the markets in which it expects to compete, risks associated with its strategic alliances and the impact of entering new markets on the Company's operations. Each factor should be considered carefully and readers are cautioned not to place undue reliance on such forward-looking statements. Hemostemix expressly disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events, or otherwise.