

## **MATERIAL CHANGE REPORT**

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

#### **IDENTILLECT TECHNOLOGIES CORP.**

1600 – 609 Granville Street  
Vancouver, BC V7Y 1C3

### **Item 2. Date of Material Change**

January 27, 2017

### **Item 3. News Release**

News Release was disseminated from Vancouver, British Columbia via Marketwired on January 27, 2017 and subsequently filed on SEDAR.

### **Item 4. Summary of Material Change**

On January 27, 2017, Identillect Technologies Corp. (the “Company” or “Identillect”) announced that it had completed a non-brokered private placement (the “Placement”) for aggregate gross proceeds of \$1,382,000.

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

The Placement closed for aggregate gross proceeds of \$1,382,000. The Placement consisted of 23,033,334 units (the “Units”) of the Company at a price of \$0.06 per Unit. Each Unit consists of one common share of the Company and one half of one common share purchase warrant, with each whole warrant entitling the holder to acquire an additional common share of the Company at a price of \$0.15 until January 26, 2018.

In connection with the Placement, the Company paid a cash commission totalling \$48,240 and issued 804,000 broker warrants. Each broker warrant entitles the holder to acquire one common share, at a price of \$0.15 until January 26, 2018. All securities issued in connection with the Placement are subject to a hold period expiring May 27, 2017.

### **Item 6. Reliance on Section 7.1(2) of National Instrument 51-102**

Not applicable.

### **Item 7. Omitted Information**

There is no information of a material nature that has been omitted.

### **Item 8. Executive Officer**

To obtain further information, contact Todd Sexton, CEO, President and Director at 1-866-824-8938.

### **Item 9. Date of Report**

January 31, 2017