

MATERIAL CHANGE REPORT

To: British Columbia Securities Commission
Alberta Securities Commission
TSX Venture Exchange

Item 1. Name and Address of Company –

IDENTILLECT TECHNOLOGIES CORP.

1600 – 609 Granville Street
Vancouver, BC V7Y 1C3

Item 2. Date of Material Change

May 18, 2016

Item 3. News Release

News Release was disseminated from Vancouver, British Columbia via Marketwired on May 19, 2016 and subsequently filed on SEDAR

Item 4. Summary of Material Change

On May 19, 2016, Identillect Technologies Corp. ("Identillect" or the "Company") announced that it had closed the previously announced reverse takeover transaction with California based cyber security company previously named Identillect Technologies Corp. ("Privco") and a subsidiary ("Subsidiary") of the Company (the "RTO") pursuant to an amalgamation agreement among the Company, Privco and Subsidiary dated January 19, 2015, as amended on August 25, 2015, November 19, 2015 and May 3, 2016 (the "Amalgamation Agreement"). Pursuant to the Amalgamation Agreement, the Company acquired all of the issued and outstanding securities of Privco by way of an amalgamation between Subsidiary and Privco, and the Company issued 0.758 of a common share in exchange for each one common share of Privco.

Item 5. Full Description of Material Change

On May 19, 2016, Identillect Technologies Corp. ("Identillect" or the "Company") announced that it had closed the previously announced reverse takeover transaction with California based cyber security company previously named Identillect Technologies Corp. ("Privco") and a subsidiary ("Subsidiary") of the Company (the "RTO") pursuant to an amalgamation agreement among the Company, Privco and Subsidiary dated January 19, 2015, as amended on August 25, 2015, November 19, 2015 and May 3, 2016 (the "Amalgamation Agreement"). Pursuant to the Amalgamation Agreement, the Company acquired all of the issued and outstanding securities of Privco by way of an amalgamation between Subsidiary and Privco, and the Company issued 0.758 of a common share in exchange for each one common share of Privco.

In connection with the RTO, the Company changed its name from Quentin Ventures Ltd. to Identillect Technologies Corp. Pursuant to the Amalgamation Agreement, shareholders of Privco received 26,157,139 common shares of the Company and 3,600,000 share purchase warrants of the Company exercisable at \$0.40 for 18 months. The Company also issued 5,000,000 preferred

shares that will convert to an additional 5,000,000 common shares of the Company if Identillect achieves revenues of CAD\$10,000,000 for the fiscal year ending December 31, 2016.

An aggregate of 10,057,754 of the common shares and 2,031,283 of the preferred shares are subject to escrow and will be released over 36 months, with an additional 2,163,220 common shares and 546,113 preferred shares being subject to pooling restrictions during the first year. An aggregate of \$580,000 in shareholder loans were also converted into unsecured debentures of the Company. The debentures are repayable in 18 months, bearing interest at 7% per annum and are convertible into common shares, at the option of the holders, at \$0.30 per share.

In connection with the RTO, Privco completed the previously announced brokered offering, which was led by Canaccord Genuity Corp., for an additional \$946,500. An additional 4,732,500 subscription receipts were issued at a price of \$0.20 per subscription receipt. The Company also completed a unit private placement and a non brokered placement, on the same terms, raising an additional \$57,000. Total proceeds from the recent private placement financings totalled \$2,398,500.

On closing of the transaction the Company issued a total of 11,992,500 common shares and 11,992,500 share purchase warrants to all private placement investors. 10,742,500 of the warrants entitle the holders to acquire an additional common share at a price of \$0.30 for a period of one year. The remaining 1,250,000 warrants are exercisable at \$0.40 for 18 months. The securities, other than 210,000 units which were issued by Quentin and are subject to a four month hold period, became free trading on completion of the transaction. Following the completion of the transaction, the Company has a total of 46,134,651 common shares issued and outstanding.

In connection with the brokered component of the offerings, the Company paid cash commissions of 7% of the aggregate amount raised under the brokered portion of the offering and issued broker warrants for 10% of the aggregate number of units issued under the brokered portion of the offering. Each broker warrant entitles the holder to acquire one common share of the Company at a price of \$0.20 for a period of one year. Canaccord was also issued 300,000 units of the Company, having the same terms as the private placement units.

The Board and management team of the Company have been reconstituted to include the following individuals: Todd Sexton (Director, President and Chief Executive Officer), Jeff Durno (Director and Chairman), Robert Chisholm (Chief Financial Officer), Grant Block (Director) and Michael Iverson (Director).

Identillect has been classified as Tier 2 technology issuer on the Exchange. Trading in the common shares of the Company resumed trading at the open of the market on Wednesday, May 25, 2016 under the new symbol "ID" (CUSIP CA45168X1006).

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 at 1-866-824-8938.

Item 9. Date of Report

May 27, 2016