Form 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

3D Signatures Inc. (the "**Company**")
MaRS Centre, South Tower
101 College Street, Suite 200
Toronto, Ontario
Canada M5G 1L7

Item 2: Date of Material Change

November 27, 2017, November 28, 2017, December 1, 2017 and December 5, 2017

Item 3: News Release

News releases announcing the material changes were issued on November 27, 2017, December 1 and December 5, 2017 for distribution through Globe Newswire, and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Change

Private Placement

On November 27, 2017, the Company announced its intention to raise $1,500,000 by way of a non-brokered private placement of 7,500,000 units at a price of $0.20 per unit. Each unit was to consist of one common share of the Company and one common share purchase warrant exercisable at $0.35 for 5 years from the date of the closing of the private placement.

On December 1, 2017, the Company announced that it had increased its previously announced non-brokered private placement, from total gross proceeds of up to $1,500,000 to total gross proceeds of up to $1,622,673 (the "**Private Placement**"). The Private Placement was to consist of 8,113,365 units (the "**Units**") at a price of $0.20 per Unit. Each Unit was to consist of one common share of the Company and one common share purchase warrant exercisable at $0.35 for 5 years from the date of the closing of the Private Placement.

On December 5, 2017, the Company announced that its previously disclosed Private Placement had been fully subscribed for and had closed for aggregate gross proceeds to the Company of $1,622,673. The Company issued 8,113,365 Units at a price of $0.20 per Unit. Each Unit consisted of one common share of the Company and one common share purchase warrant exercisable at $0.35 until December 5, 2022. All securities issued pursuant to the Private Placement are subject to a four month hold period in accordance with applicable Canadian securities laws.

In connection with the Private Placement, the Company paid certain finders a cash commission totalling $91,704, equal to 6% of the gross proceeds raised under the Private Placement by these finders, and issued such finders a total of 458,520 non-transferrable warrants (each, a "**Finder's Warrant**"), equal to 6% of the number of Units issued by the Company to investors introduced to the Company by these finders. Each Finder's Warrant is exercisable to purchase one common share until December 5, 2019 at an exercise price of $0.35.

AGM

At the Annual General Meeting of Shareholders held on November 28, 2017 (the "**AGM**"), shareholders approved the appointment of all directors proposed for election, which comprised the existing slate of directors and Ian Fodie. Shareholders also approved the reappointment of MNP LLP as the Company's auditor.

In addition, subject to approval from the TSX Venture Exchange, shareholders approved at the AGM a change of the Company's registered and records office to Blake, Cassels & Graydon LLP, 199 Bay Street, Suite 4000, Commerce Court West, Toronto, Ontario, M5L 1A9.

Item 5.1: Full Description of Material Change

Private Placement

On November 27, 2017, the Company announced its intention to raise $1,500,000 by way of a non-brokered private placement of 7,500,000 units at a price of $0.20 per unit. Each unit was to consist of one common share of the Company and one common share purchase warrant exercisable at $0.35 for 5 years from the date of the closing of the private placement.

The Company had agreed (i) to pay a cash finder's fee of 6% of the aggregate proceeds raised from subscriptions arranged by certain finders and (ii) to issue broker warrants equal to 6% of the aggregate units subscribed for pursuant to the subscriptions arranged by such finders. Each broker warrant was to be exercisable for one common share at a price of $0.35 for a period of 24 months following the closing date of the private placement

Separately, the Company announced the termination of a previous agreement, announced on October 25, 2017, pursuant to which Haywood Securities Inc. agreed, on behalf of a syndicate of agents including Industrial Alliance Securities Inc., to sell, by way of a brokered private placement on a best efforts basis, units of the Company at a price of $0.25 per unit for aggregate gross proceeds of up to $2,500,000. In accordance with the terms of the engagement letter, the Company agreed to pay all reasonable fees and expenses, including legal fees and disbursements, incurred by the agent or on their behalf.

On December 1, 2017, the Company announced that it increased its previously announced non-brokered private placement, from total gross proceeds of up to $1,500,000 to total gross proceeds of up to $1,622,673. The Private Placement was to now consist of 8,113,365 Units at a price of $0.20 per Unit. Each Unit was to consist of one common share of the Company and one common share purchase warrant exercisable at $0.35 for 5 years from the date of the closing of the Private Placement.

On December 5, 2017, the Company announced that its previously disclosed Private Placement had been fully subscribed for and had closed for aggregate gross proceeds to the Company of $1,622,673. The Private Placement involved the sale of 8,113,365 Units at a price of $0.20 per Unit. Each Unit consisted of one common share of the Company and one common share purchase warrant exercisable at $0.35 until December 5, 2022. All securities issued pursuant to the Private Placement are subject to a four month hold period in accordance with applicable Canadian securities laws.

In connection with the Private Placement, the Company paid certain finders a cash commission totalling $91,704, equal to 6% of the gross proceeds raised under the Private Placement by these finders, and issued such finders a total of 458,520 Finder's Warrants, equal to 6% of the number of Units issued by the Company to investors introduced to the Company by these finders. Each

Finder’s Warrant is exercisable to purchase one common share until December 5, 2019 at an exercise price of $0.35.

The Company intends to use the net proceeds from the Private Placement to fund clinical trials, and for working capital and general corporate purposes. The Company expects that approximately $750,000 of the Private Placement will be used to fund clinical expenses, including the Company’s test for Hodgkin’s lymphoma, Telo-HL™, which requires validation of the scoring model as well as analytical validation prior to expected commercial launch as a laboratory developed test in the first quarter of 2018. The balance of the Private Placement is expected to be used to fund general working capital expenses.

Certain insiders of the Company participated in the Private Placement by purchasing an aggregate of 230,000 Units. Accordingly, the Private Placement constituted a "related party transaction" under applicable Canadian securities laws. The Company is relying on the exemptions from the formal valuation and minority approval requirements found in sections 5.5(a) and section 5.7(1)(a) of Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* as the fair market value of the transaction, insofar as it involves interested parties, is not more than the 25% of the Company’s market capitalization. The Private Placement was approved by the Company’s board of directors, and there was no materially contrary view or abstention by any director in approving the Private Placement.

The Company did not file a material change report more than 21 days before the expected closing of the Private Placement as the details of the Private Placement and the participation therein by related parties of the Company were not settled until shortly prior to closing and the Company wished to close on an expedited basis for sound business reasons.

AGM

At the AGM, shareholders approved the appointment of all directors proposed for election, which comprised the existing slate of directors and Ian Fodie, Shareholders also approved the reappointment of MNP LLP as the Company’s auditor.

Ian Fodie is the principal of IF Only Strategies Ltd. Prior thereto, he served as either Chief Financial Officer to, or in other executive management positions of, such corporations as NRI Global, First Bauxite Corporation, Lithium Americas Corp., Oriental Minerals Inc., Longview Capital Partners Inc., Mainframe Entertainment Inc., Historical Xperiences Inc., Sextant Entertainment Group Inc., International Keystone Entertainment Inc. and Vividata, many of which were traded on either the Toronto Stock Exchange or TSX Venture Exchange. Mr. Fodie has sat on the board of directors of many companies including Peach Arch Entertainment Group Inc., Oriental Minerals Inc., Woulfe Mining Corp. and Endeavour for the Benefits of the Art, Sciences and Health. Mr. Fodie’s appointment is subject to approval from the TSX Venture Exchange.

In addition, subject to approval from the TSX Venture Exchange, shareholders approved at the AGM a change of the Company’s registered and records office to Blake, Cassels & Graydon LLP, 199 Bay Street, Suite 4000, Commerce Court West, Toronto, Ontario, M5L 1A9.

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 information has been omitted.

Item 8: Executive Officer

For further information, please contact Hugh Rogers, VP Corporate Finance, by telephone at 1-604-428-8842 or by email at investors@3dsignatures.com.

Item 9: Date of Report

December 7, 2017