

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1. Name and Address of Company

*Aydon Income Properties Inc.
(the "Company")
#202, 5626 Larch Street
Vancouver, BC V6M 4E1*

Item 2. Date of Material Change

May 3, 2017

Item 3. News Release

A news release was issued on May 3, 2017 and disseminated through the facilities of Marketwired.

Item 4. Summary of Material Change

David B Jackson resigned from his position as President, Chief Executive Officer ("CEO") and a director of the Company. Vid Wadhvani will assume the role of President & CEO and will also continue to serve as Chairman of the Board. David C Carkeek has been appointed as the Company's new Chief Financial Officer ("CFO") and will also continue to be responsible for day to day management of the Company's real estate acquisitions and operations.

Item 5.1 Full Description of Material Change

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

This Report is not being filed on a confidential basis.

Item 7. Omitted Information

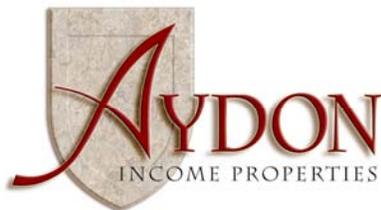
None.

Item 8. Executive Officer

*Vid Wadhvani
1.855.322.7771*

Item 9. Date of Report

May 3, 2017



NEWS RELEASE
May 3rd, 2017

CSE: AYD

Aydon Announces Corporate Officers

Vancouver, Canada – (May 3rd, 2017) – AYDON INCOME PROPERTIES INC. (CSE: AYD), announces that effective April 28th, 2017, David B Jackson resigned from his position as President, Chief Executive Officer ("CEO") and a director of the Company.

Effective immediately, Vid Wadhvani will assume the role of President & CEO and will also continue to serve as Chairman of the Board. David C Carkeek has been appointed as the Company's new Chief Financial Officer ("CFO") and will also continue to be responsible for day to day management of the Company's real estate acquisitions and operations.

About Aydon Income Properties, Inc.:

Aydon Income Properties Inc. is a real estate investment & development company targeting under-valued and compelling real estate investment opportunities in select areas of the United States and Canada with the goal of securing high cash flow and capital appreciation for its shareholders and investors. For more information about the Company, please visit: www.aydonproperties.com.

The CSE has not reviewed and does not accept responsibility for the adequacy or accuracy of this release.

ON BEHALF OF THE BOARD

Vid Wadhvani, President & CEO

Forward-Looking Statement:

Certain information set forth in this news release may contain forward-looking statements that involve substantial known and unknown risks and uncertainties. All statements other than statements of historical fact are forward-looking statements, including, without limitation, statements regarding future financial position, business strategy, corporate vision, proposed acquisitions, partnerships, joint-ventures and strategic alliances and co-operations, budgets, cost and plans and objectives of or involving the Company. Such forward-looking information reflects management's current beliefs and is based on information currently available to management. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "forecasts", "predicts", "intends", "targets", "aims", "anticipates" or "believes" or variations (including negative variations) of such words and phrases or may be identified by statements to the effect that certain actions "may", "could", "should", "would", "might" or "will" be taken, occur or be achieved. A number of known and unknown risks, uncertainties and other factors may cause the actual results or performance to materially differ from any future results or performance expressed or implied by the forward-looking information. These forward-looking statements are subject to numerous risks and uncertainties, certain of which are beyond the control of the Company including, but not limited to, the impact of general economic conditions, industry conditions, dependence upon regulatory and shareholder approvals, the execution of definitive documentation and the uncertainty of obtaining additional financing. Readers are cautioned that the assumptions used in the preparation of such information, although considered reasonable at the time of preparation, may prove to be imprecise and, as such, undue reliance should not be placed on forward-looking statements. The Company does not assume any obligation to update or revise its forward-looking statements, whether as a result of new information, future events, or otherwise.