

Form 51-102F3
MATERIAL CHANGE REPORT
& NOTICE OF CHANGE IN CORPORATE STRUCTURE

Item 1: Name and Address of Company

THC Biomed Intl Ltd. (“the **Issuer**”)
Suite 1500 – 888 Dunsmuir Street
Vancouver, BC V6C 3K4

Item 2: Date of Material Change

March 23, 2015

Item 3: News Release

A news release was issued and disseminated on March 27, 2015 and filed on SEDAR (www.sedar.com), a copy of which is attached as Schedule “A”.

Item 4: Summary of Material Change

On March 23, 2015, the Issuer changed its name from “Thelon Capital Ltd.” to “THC Biomed Intl Ltd.”, and obtained a new CUSIP number reflecting such name change.

Item 5: Full Description of Material Change

5.1 Full Description of Material Change

See Schedule A.

The new CUSIP number for the Issuer’s common shares under its new name is **87243W103**

The Issuer was incorporated on February 2, 1982 and its fiscal year end remains September 30.

5.2 Disclosure for Restructuring Transactions

Pursuant to section 4.9 (s.iii) of National Instrument 51-102 (“**Section 4.9**”), we provide the following additional information numbered to correspond with Section 4.9:

- (c) name of parties to the Transaction – N/A;
- (d) description of the Transaction - **The Issuer changed its name to “Thelon Capital Ltd.” to “THC Biomed Intl Ltd.” effective March 23, 2015.**
- (e) effective date of Transaction – **March 23, 2015**
- (f) name of each party, if an, that ceased to be a reporting issuer after the Transaction and of each continuing entity – **Not applicable**;
- (g) date of the reporting issuer’s first financial year-end after the Transaction if paragraph (a) or subparagraph (b)(ii) of Section 4.9 applies – **Not applicable**;

- (h) periods, including comparative periods, if any, of the interim financial reports and annual financial statements required to be filed for the reporting issuer's first financial year after the transaction, if paragraph (a) or subparagraph (b)(ii) of Section 4.9 applies – **Not applicable**;
- (i) what documents were filed under this Instrument that described the transaction and where those documents can be found in electronic format, if paragraph (a) or subparagraph (b)(ii) of Section 4.9 applies – **Not applicable**.

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

Not applicable

Item 7: Omitted Information

None.

Item 8: Executive Officer

John Miller, Director, President & CEO

Item 9: Date of Report

March 27, 2015

Schedule "A"

THC BIOMED INTL LTD.
Suite 1500 – 888 Dunsmuir Street
Vancouver, BC V6C 3K4

**THELON CAPITAL LTD. ANNOUNCES
NAME CHANGE TO THC BIOMED INTL LTD.**

Vancouver, B.C. – (March 27, 2015) Thelon Capital Ltd. ("Thelon Capital") is pleased to announce that the British Columbia Registrar of Companies has issued a Notice of Articles and Certificate of Change of Name reflecting the Company's change of name from "Thelon Capital Ltd." to "THC Biomed INTL Ltd." effective on March 23, 2015.

The name change was authorized by directors meeting, as permitted by the Articles of the Company. To reflect the name change, the Company has obtained new CUSIP number 87243W103 for its common shares.

Further information about Thelon is available under its profile on the SEDAR website www.sedar.com.

For more information, please contact:

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THC Biomed Intl Ltd.
T: 1.844.TH.C.Meds
E: info@thcbiomed.com

Forward-Looking Information:

This press release may include forward-looking information within the meaning of Canadian securities legislation. The forward-looking information is based on certain key expectations and assumptions made by the management of THC Biomed Intl Ltd. Although THC Biomed Intl Ltd. believes that the expectations and assumptions on which such forward-looking information is based are reasonable, undue reliance should not be placed on the forward-looking information because THC Biomed Intl Ltd. cannot provide any assurance that it will prove to be correct. These forward-looking statements are made as of the date of this news release and THC Biomed Intl Ltd. disclaims any intent or obligation to update publicly any forward-looking information, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws.