**FORM 51-102F3**
**Material Change Report**

**Item 1 Name and Address of Company**

Healthscreen Solutions Inc. (the "**Company**")
80 Bloor St. W, Suite 1101,
Toronto ON, M5S 2V1

**Item 2 Date of Material Change**

December 19, 2008

**Item 3 News Release**

News release attached as Schedule "A" was disseminated on December 19, 2008.

**Item 4 Summary of Material Change**

The Company announced the closing of an $850,000 private placement.

**Item 5 Full Description of Material Change**

See Press Release attached as Schedule "A".

**Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

N/A

**Item 7 Omitted Information**

N/A.

**Item 8 Executive Officer**

Ken Killin, the Company's Chief Financial Officer, is knowledgeable about the material change and this report. His business telephone number is 1-866-534-DOCS ext. 7143.

**Item 9 Date of Report**

December 30, 2008

SCHEDULE "A"

# News Release

## Healthscreen announces non-brokered private placement
***Company raises $850,000 to strengthen growth strategy***

**TORONTO – December 19, 2008 - Healthscreen Solutions Inc. (TSX-V: MDU)** ("Healthscreen" or the "Company") the premier supplier of physician practice enhancing services and electronic medical record (EMR) software to the Canadian market, announced today that that it has completed a private placement led by Horizons Advantaged Equity Fund, managed by T.I.P. Wealth Manager Inc. of Toronto.

Healthscreen will issue 5,000,000 common shares at a price of $0.17 for gross proceeds of $850,000. Upon completion of the transaction, Healthscreen will have 73,123,761 shares issued and outstanding. The proceeds will be used for general working capital purposes.

"Access to additional capital is important for our growth company which is focused on expanding into new geographic markets and continuing to develop innovative services that help doctors enhance their practices," said Justin Belobaba, President and CEO of Healthscreen. "Particularly in today's difficult financial environment, I believe that our ability to raise this additional capital to fund our growth is a testament to the value proposition that Healthscreen presents to all investors. I welcome T.I.P. as a strategic investor, and look forward to continuing our relationship."

The Horizon Advantaged Equity Fund, managed by T.I.P., is a new breed of labor sponsored investment fund that invests exclusively in public equities, combining the liquidity and transparency of the public market with the tax advantages of a LSIF.

"Canadian healthcare professionals are actively looking to improve efficiency, provide additional services to patients and enhance the effectiveness of the healthcare system", said Jim Huang, President of T.I.P. Wealth Manager Inc. "Healthscreen offers doctors proven tools and innovative solutions for achieving these goals. We are excited to be a partner with Healthscreen as it continues to strengthen its value proposition to the Canadian healthcare sector."

LaBarge Weinstein LLP provided legal advice for this transaction.

**About T.I.P. Wealth Manager Inc.**
T.I.P Wealth Manager Inc. ("T.I.P.") is an investment management firm that aims to provide investment advisory services to individuals and institutions with high levels of trust, integrity and performance. Current offerings include hedge fund, mutual fund and tax advantaged products. Formed in 2006, T.I.P. is headquartered in Toronto, Ontario, Canada. For more information please visit www.tipvest.com.

**About Healthscreen Solutions Inc.**

Healthscreen Solutions (www.healthscreen.com) offers a comprehensive suite of practice enhancing products and services designed to increase physician productivity and revenue, while reducing costs and improving patient care. The Company's robust OHIP billing and patient scheduling software is used by over 4,000 full-time physicians and handles more than $1.5 billion in healthcare transactions a year.

Healthscreen's Electronic Medical Record (EMR) software supports digitalization and network connectivity for community specialists and family physicians plus a growing list of research groups. The Company's broader goal of Continuous Practice Enhancement is being further realized with a growing list of services such as CallerMD, which assists doctors in managing a range of uninsured medical services and PrevCareMD which helps doctors earn supplemental income by achieving government-set preventive care targets.

**For more information, contact:**

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*Forward-Looking Statements:*

This press release contains information that is forward looking information with respect to Healthscreen within the meaning of Section 138.4(9) of the Ontario Securities Act (forward looking statements) and other applicable securities laws. In some cases, forward-looking information can be identified by the use of terms such as "may", "will", "should", "expect", "plan", "anticipate", "believe", "intend", "estimate", "predict", "potential", "continue" or the negative of theses terms or other similar expressions concerning matters that are not historical facts. In particular, statements about the anticipated use of proceeds of the financing and any other statements regarding Healthscreen's future expectations, beliefs, goals or prospects are or involve forward-looking information.

Forward-looking information is based on certain factors and assumptions. While the Company considers these assumptions to be reasonable based on information currently available to it, they may prove to be incorrect. Forward-looking information, by its nature necessarily involves risks and uncertainties. Additional risks and uncertainties affecting Healthscreen can be found in Healthscreen's Annual Report for the fiscal year ended September 30, 2007 and in its most recent quarterly report filed on SEDAR at www.sedar.com. If any of these risks or uncertainties were to materialize or if the factors and assumptions underlying the forward-looking information were to prove incorrect, actual results could vary materially from those that are expressed or implied by the forward-looking information contained herein. Healthscreen assumes no obligation to update or revise any forward looking statements, whether as a result of new information, future events or otherwise. Readers are cautioned not to place undue reliance on these forward-looking statements that speak only as of the date hereof.

The TSX Venture Exchange has in no way approved nor disapproved the contents of this new release.