FORM 51-102F3
Material Change Report

Item 1 Name and Address of Company

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

Item 2 Date of Material Change

May 3, 2011

Item 3 News Release

News release attached as Schedule "A" was disseminated on May 3, 2011.

Item 4 Summary of Material Change

On May 3, 2011, the Company announced that commencing May 2011, the Company and its largest customer have mutually agreed to cancel their physician services contract. The result will be a decline in total reported revenue of the Company by approximately $250,000 to $300,000 per month. Total revenue will be reduced by between $1.2 million to $1.4 million for the remainder of fiscal 2011. The Company announced that the impact on gross profit will be minimal due to the lower margins generated by this contract compared to the remaining services offered at the Company.

Item 5 Full Description of Material Change

See the attached news release.

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

Stewart Davis, the Company's Chief Executive Officer, is knowledgeable about the material change and this report. His business telephone number is 1-866-534-3627.

Item 9 Date of Report

May 11, 2011

SCHEDULE "A"

See attached.

News Release

Healthscreen Restructures Physician Services

TORONTO, ON – May 3, 2011 – Healthscreen Solutions Inc. ("Healthscreen") (TSX-V: MDU), Canada's premier provider of physician practice enhancement services and electronic medical record ("EMR") software, announces a change to its physician services. Commencing May 2011, the Company and its largest customer have mutually agreed to cancel their physician services contract. The result will be a decline in total reported revenue of the Company by approximately $250,000 to $300,000 per month. Total revenue will be reduced by between $1.2 million to $1.4 million for the remainder of fiscal 2011. However, the impact on gross profit will be minimal due to the lower margins generated by this contract compared to the remaining services offered at Healthscreen.

"This cancellation, while reducing total revenue, will improve reported gross margin percentages. Physician services remain a key growth area for Healthscreen but need to be streamlined to ensure maximum profitability. Management is committed to pursuing long-term sustainable products and services that benefit all stakeholders and will continue to examine the Company's various service offerings with a focus on improving the bottom line for Healthscreen," noted Mr. Stewart Davis, Healthscreen President and CEO.

About Healthscreen Solutions Inc.:
Healthscreen Solutions Inc. (www.healthscreen.com) provides a comprehensive suite of practice enhancing products and services to increase physician productivity and revenue while reducing costs and improving patient care. The Company's portfolio includes billing and scheduling software, electronic medical records software, CallerMD which assists physicians in managing a range of uninsured medical services, PrevCareMD which helps physicians earn supplemental income by achieving government-set preventive care targets and HealthAlert which allows physicians to help their patients in managing complex healthcare issues. Healthscreen's services and software are used by over 5,000 full-time physicians who are responsible for the health care of more than five million Canadians.

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For more information, contact:

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Disclaimer: 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 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 these terms or other similar expressions concerning matters that are not historical facts. In particular, statements about future revenues or profitability, including the estimated timing of profitability, 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, including risks and uncertainties relating to government regulation and funding in the healthcare industry, financial and capital market risks, technology development and adoption, Healthscreen's ability to maintain its competitive position and effectively implement it's acquisition strategy, liability for software malfunction, management of growth, and length of sales cycles. Additional risks and uncertainties affecting Healthscreen can be found in Healthscreen's 2010 Annual Report and Management's Discussion and Analysis for the Fiscal Year ended September 30, 2010 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. Readers are cautioned not to place undue reliance on these forward-looking statements that speak only as of the date hereof. Trading in the securities of Healthscreen should be considered highly speculative.

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