

FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

CardioComm Solutions, Inc.
259 Yorkland Road, Suite 200
North York, ON M2J 0B5

2. Date of Material Change

July 18, 2014

3. News Release

The news release announcing the material change was disseminated on July 18, 2014, through Transmedia Industries. The news release was also filed with the British Columbia, Alberta and Ontario Securities Commissions on SEDAR.

4. Summary of Material Change

CardioComm Solutions, Inc. (the “**Company**”) has granted an aggregate of 1,450,000 incentive stock options to members of its board of directors as compensation for their board participation and to an employee of the Company.

The Company has also issued an aggregate of 57,252 common shares of the Company to Simi Grosman, a director of the Company. The shares will be issued at a deemed price of \$0.0790 per share, for a total value of \$4,500, for services rendered to the Company in the months of April, May and June of 2014 pursuant to a services agreement previously disclosed by the Company on March 8, 2013.

5.1 Full Description of Material Change

See attached news release.

5.2 Disclosure for Restructuring Transactions

N/A

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

Not applicable.

7. Omitted Information

No information has been intentionally omitted from this material change report.

8. Executive Officer

Etienne Grima, CEO, 1-877-977-9425

9. Date of Report

July 21, 2014



**CardioComm
Solutions, Inc.**

PRESS RELEASE

FOR: CARDIOCOMM SOLUTIONS, INC.
TSX VENTURE SYMBOL: EKG

July 18, 2014

CardioComm Solutions Announces Issuance of Stock Options

TORONTO, ONTARIO - CardioComm Solutions, Inc. (TSX VENTURE:EKG) ("CardioComm Solutions" or the "Company") today announced that it has granted an aggregate of 1,450,000 incentive stock options to members of its board of directors as compensation for their board participation and to an employee of the Company. The options are exercisable at \$0.10 per share for five years from the date of grant and are subject to a four month hold period. 900,000 options will vest immediately, 275,000 options will vest on September 30, 2014, and the remaining 275,000 options will vest on December 31 2014. The grant of options is subject to the provisions of the Company's Omnibus Share Compensation Plan, the policies of the TSX Venture Exchange and applicable securities laws.

The Company also announced that it intends to issue an aggregate of 57,252 common shares of the Company to Simi Grosman, a director of the Company. The shares will be issued at a deemed price of \$0.079 per share, for a total value of \$4,500, for services rendered to the Company in the months of April, May and June of 2014 pursuant to a services agreement previously announced by the Company on March 8, 2013. The shares will be issued at a 5% premium to the closing price of the Company's shares at the end of each month in which services were provided. The issuance of shares is subject to approval by the TSX Venture Exchange.

About CardioComm Solutions

CardioComm Solutions' patented and proprietary technology is used in products for recording, viewing, analyzing and storing electrocardiograms (ECGs) for diagnosis and management of cardiac patients. Products are sold worldwide through a combination of an external distribution network and a North American-based sales team. The Company has earned the ISO 13485 certification, is HPB approved, HIPAA compliant, and has received FDA market clearance for its software devices. CardioComm Solutions is headquartered in Toronto, Ontario, Canada, with offices in Victoria, B.C.

FOR FURTHER INFORMATION PLEASE CONTACT:

Etienne Grima, Chief Executive Officer
1-877-977-9425 x 227

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www.cardiocommsolutions.com

Forward-looking statements

This release may contain certain forward-looking statements and forward looking information with respect to the financial condition, results of operations and business of CardioComm Solutions and certain of the plans and objectives of CardioComm Solutions with respect to these items. Such statements and information reflect management's current beliefs and are based on information currently available to management. By their nature, forward-looking statements and forward-looking information involve risk and uncertainty because they relate to events and depend on circumstances



that will occur in the future and there are many factors that could cause actual results and developments to differ materially from those expressed or implied by these forward-looking statements and forward-looking information.

In evaluating these statements, readers should: specifically consider risks discussed under the heading “*Risk Factors*” in the Company’s Annual Information Form, available at www.sedar.com; not to place undue reliance on forward-looking statements and forward-looking information; be aware the Company does not assume any obligation to update the forward-looking statements and forward-looking information contained in this Annual Information Form other than as required by applicable laws, including without limitation Section 5.8(2) of National Instrument 51-102 (*Continuous Disclosure Obligations*).

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.