

FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

CardioComm Solutions, Inc. (the “Company”)
18 Wynford Drive, Suite 305
North York, Ontario M3C 3S2

2. Date of Material Change

July 9, 2024

3. News Release

The news release announcing the material change was disseminated on July 10, 2024, through Newsfile. The news release was also filed on SEDAR+.

4. Summary of Material Change

CardioComm Solutions, Inc. (“CardioComm” or the “Company”) completed an issuance of shares for debt, issuing an aggregate of 41,909,368 common shares of the Company (“Shares”) to creditors of the Company (the “Creditors”) at a deemed price of \$0.01 per Share to settle an aggregate of \$419,093.68 in outstanding debt owed by the Company to the Creditors.

5.1 Full Description of Material Change

Pursuant to debt settlement agreements with the Creditors, the Company issued an aggregate of 41,909,368 Shares to the Creditors at a deemed price of \$0.01 per Share to settle an aggregate of \$419,093.68 in outstanding debt owed by the Company to the Creditors. The Shares are subject to a four month hold period which will expire November 10, 2024, in accordance with applicable securities laws and the policies of the TSX Venture Exchange.

Certain directors of the Company participated in the debt settlement transactions, and each transaction with a director is considered to be a “related party transaction” as defined under Multilateral Instrument 61-101 (“MI 61-101”). Each transaction with a director of the Company is exempt from the formal valuation and minority shareholder approval requirements of MI 61-101 as the fair market value of each transaction does not exceed 25% of the market capitalization of the Company, as determined in accordance with MI 61-101.

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 10, 2024