This is the form of material change report required under Section 85(1) of the Securities Act.

BC FORM 51-102FS
(formerly Form 53-901F)

Securities Act

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

Item 1. Name and Address of Company

Visiphor Corporation
Suite 1100 - 4710 Kingsway
Burnaby, B.C. V5H 4M2

Item 2. Date of Material Change

September 28, 2007

Item 3. News Release

Burnaby, British Columbia, October 2, 2007

Item 4. Summary of Material Change

Visiphor Corporation (the "Issuer") announced that it has completed a secured debenture to Quorum Investment Pool Limited Partnership in the principal amount of $207,693.

Item 5. Full Description of Material Change

The Issuer announced that it has completed a secured debenture to Quorum Investment Pool Limited Partnership in the principal amount of $207,693 at an annual rate of interest of eight percent (8%) maturing on October 28, 2007.

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

N/A

Item 7. Omitted Information

None

Item 8. Executive Officers

The following senior officers of the Issuer are knowledgeable about the material change and may be contacted by the Commission at the address and telephone number:

Roy Trivett
CEO
Suite 1100 – 4710 Kingsway.

Sunil Amin
CFO
Suite 1100 – 4710 Kingsway.

Vancouver, B.C. V5H 4M2
Telephone: (604) 684-2449

Vancouver, B.C. V5H 4M2
Telephone: (604) 684-2449

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

October 3, 2007

/s/ Sunil Amin

Sunil Amin
Name

CFO
Position

Burnaby, British Columbia
Place of Declaration