

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

January 18, 2008

Item 3. News Release

Burnaby, British Columbia, January 18, 2008

Item 4. Summary of Material Change

Visiphor Corporation (the "Issuer") granted a total of 1,100,000 options to officers and directors of the Company at an exercise price of \$0.10 with an expiry date of January 18, 2011.

Item 5. Full Description of Material Change

The Issuer announces that it has granted a total of 1,100,000 options to officers and directors of the Company at an exercise price of \$0.10 with an expiry date of January 18, 2011. The majority of the options granted are replacing recently expired options. One third of these options will vest immediately, one third will vest one year from the date of grant, and the final third will vest two years from the date of grant. The common shares underlying the options will have a four month hold period that expires on May 18, 2008.

About Visiphor

Visiphor software products and services deliver practical, rapidly deployable solutions that integrate business processes and databases. The Company's solutions focus on disparate process and data management problems that exist in government, law enforcement, security, health care and financial services. Using industry standard Web Services and Service Oriented Architecture ("SOA"), Visiphor delivers a secure and economical approach to true, real-time application interoperability.

Visiphor is a Microsoft Gold Certified Partner. For information about Visiphor or the Company's products and services, please visit www.visiphor.com.

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

Sunil Amin
CFO
Suite 1100 – 4710 Kingsway.
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.

January 21, 2008

/s/ Sunil Amin

Sunil Amin
Name

CFO
Position

Burnaby, British Columbia
Place of Declaration