

FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

Ventripoint Diagnostics Ltd. (the "Corporation")
Suite 101, 1805 – 136th Place, NE
Bellevue, WA, 98005, USA

2. Date of Material Change

August 7, 2014

3. News Release

A press release was disseminated on August 7, 2014 via Marketwired

4. Summary of Material Change

The Corporation clarified details regarding the financing that closed on June 20, 2014.

5.1 Full Description of Material Change

The Corporation wishes to clarify the news release dated June 23, 2014. In particular, on June 20, 2014, the Corporation completed its previously-announced private placement ("Private Placement") of 25,576,426 Units ("Units") for gross proceeds of \$2,046,114. Each Unit is comprised of one common share ("Common Share") and one half of one Common Share purchase warrant ("Warrant"). There will be no further tranches of the Private Placement. The Corporation has paid aggregate cash commissions of \$88,039.00, plus 1,100,488 warrants (the "Agent's Warrants") each exercisable to purchase one Unit of the Corporation. The Agent's Warrants will expire 18 months from the closing date of the Private Placement.

5.2 Disclosure for Restructuring Transactions

Not Applicable.

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

Not Applicable.

7. Omitted Information

None

8. Executive Officer

The name of the executive officer of the Corporation who is knowledgeable about the material change and this report is:

Dr. George Adams, CEO
Telephone: (206) 910-9125
Email: gadams@ventripoint.com

9. Date of Report

August 12, 2014