

FORM 51-102F3
MATERIAL CHANGE REPORT

1. Name and Address of Company

Ventripoint Diagnostics Ltd. (the "**Company**")
18 Hook Ave, Suite 101
Toronto, ON M6P 1T4

2. Date of Material Change

February 12, 2024.

3. News Release

On February 13, 2024, a news release was issued and disseminated through the facilities of a recognized newswire service.

4. Summary of Material Change

The material change is fully described in the Company's press release which is attached as Schedule "A" and is incorporated herein.

5. Full Description of Material Change

A description of the material change is contained under Item 4.

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

The report is not being filed in reliance on section 7.1(2) of National Instrument 51-102.

7. Omitted Information

No information has been omitted.

8. Executive Officer

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

Dr. George Adams, Executive-Chairman
Tel: (519) 803-6937
Email: gadams@ventripoint.com

9. Date of Report

February 13, 2024

SCHEDULE "A"
PRESS RELEASE



Ventripoint Announces Changes to The Board of Directors

Toronto, Ontario – February 13, 2024 - Ventripoint Diagnostics Ltd. ("**Ventripoint**" or the "**Company**"), (TSXV:VPT; OTCQB:VPTDF) announces changes to the Board of Directors.

With the recent appointment of Hugh MacNaught as Interim CEO and President, the composition of board committees has been adjusted as follows:.

Nominating and Corporate Governance Committee: Dr. George Adams (chair), Robert Hodgkinson, Hugh MacNaught

Compensation Committee: Fiona Fitzgerald, Randy Aucoin

Audit Committee: Robert Hodgkinson (chair), Randy AuCoin, George Adams,

Further, Dr. Alvira Macanovic has resigned as a director of the Company effective February 12, 2024. The Company thanks her for her service and wishes her success in her future endeavors.

About Ventripoint Diagnostics Ltd.

Ventripoint has become an industry leader in the application of AI (Artificial Intelligence) to echocardiography. Ventripoint's VMS products are powered by its proprietary KBR technology, which is the result of a decade of development and provides accurate volumetric cardiac measurements equivalent to MRI. This affordable, gold-standard alternative allows cardiologists greater confidence in the management of their patients. Providing better care to patients serves as a springboard and basic standard for all Ventripoint's products that guide our future developments. In addition, VMS+ is versatile and can be used with all ultrasound systems from any vendor supported by regulatory market approvals in the U.S., Europe and Canada.

For further information, please contact:

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