

**FORM 51-102F3
NATIONAL INSTRUMENT 51-102**

MATERIAL CHANGE REPORT UNDER SECTION 7.1 OF NI 51-102

FILED VIA SEDAR

Item 1. Name and Address of Company

DataMetrex AI Limited
2300 Yonge Street, Suite 2802
Toronto, ON, M4P 1E4

Item 2. Date of Material Change

A material change took place on May 2, 2023.

Item 3. News Release

On May 4, 2023, a news release in respect of the material change was released through the facilities of Newsfile.

Item 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.

Item 5. Full Description of Material Change

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

Item 6. Reliance on Section 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.

Item 7. Omitted Information

No information has been omitted.

Item 8. Executive Officer

Marshall Gunter, Chief Executive Officer
Phone: (514) 295-2300
Email: mgunter@datametrex.com

Item 9. Date of Report

May 8, 2023

SCHEDULE "A"
PRESS RELEASE

Datametrex Appoints New Chief Operating Officer

Toronto, Ontario--(Newsfile Corp. - May 4, 2023) - **Datametrex AI Limited (TSXV: DM) (FSE: D4G) (OTCQB: DTMXF) (the "Company" or "Datametrex")** is pleased to announce the appointment of Mr. Charles Park, CFA, as the Chief Operating Officer (COO) of the Company. Mr. Park's appointment is part of the Company's efforts to further strengthen its management team and drive growth across its business units.

Mr. Park joined the Company as the President of Nexalogy, where he led the Company's AI growth strategy. Under his leadership, the Company's AI division has seen significant growth with the successful deployment of AnalyticsGPT, which has increased the value of the division.

In his new role as COO, Mr. Park will take on a dual role designed to implement growth and value. He will be responsible for overseeing all Company operations, including Nexalogy, Medi-Call, Imagine Health Centres, and DM EVS.

"We are delighted to have Charles take on the role of COO. He has a proven track record of driving growth and value, and his experience in leading our AI division has been vital. We are confident that Charles will continue to make a significant contribution to the Company and lead us to further success," said Marshall Gunter, CEO of the Company.

"I am excited to take on this new role and work closely with the executive team to drive growth and value for the Company. My goal is to build on the Company's current foundation and implement new growth strategies to deliver results and more successful outcomes," said Charles Park, COO of the Company.

About Datametrex

Datametrex AI Limited is a technology-focused Company with exposure to artificial intelligence, GPT technology, machine learning, and telehealth and has recently entered the electric vehicle (EV) market. Datametrex's mission is to develop innovative tools and solutions that facilitate the adoption of new standards of protocols using artificial intelligence and health diagnostics. Leveraging these technologies enables companies to proactively address issues related to supply chain management and enhance their overall operational efficiency with predictive and preventive technologies. In addition to the Company's existing portfolio of technologies, the Company recently ventured into the electric vehicle (EV) market, reflecting its commitment to sustainability and clean energy.

Datametrex prides itself on its forward-thinking approach and the ability to develop progressive solutions that address the most pressing challenges facing businesses today. Datametrex is committed to supporting clients in achieving their goals and helping them stay ahead of the curve in an ever-changing business landscape.

For additional information on Datametrex and other corporate information, please visit the Company's website at www.datametrex.com.

To learn more about how our AI is used in Cyber Security, Telehealth, and EV, please visit <https://www.youtube.com/watch?v=ApFk3sWAXtg>.

For further information:

Investor Relations & Communications

Priya Monique Atwal, Director of Communications

Email: investors@datametrex.com

Tel: 416-901-5611 x 204

Marshall Gunter, CEO

Email: mgunter@datametrex.com

Tel: 514-295-2300

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

Forward-Looking Statements

All statements included in this press release that address activities, events, or developments that the Company expects, believes, or anticipates will or may occur in the future are forward-looking statements. These forward-looking statements involve numerous assumptions made by the Company based on its experience, perception of historical trends, current conditions, expected future developments, and other factors it believes are appropriate in the circumstances. In addition, these statements involve substantial known and unknown risks and uncertainties that contribute to the possibility that the predictions, forecasts, projections, and other forward-looking statements will prove inaccurate, certain of which are beyond the Company's control. Except as required by law, the Company does not undertake to revise or update these forward-looking statements after the date hereof or revise them to reflect the occurrence of future unanticipated events.

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