

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1. Name and Address of Company

WELL Health Technologies Corp. (the “Company” or “WELL”)
200 – 322 Water Street
Vancouver, BC V6B 1B6

Item 2. Date of Material Change

November 13, 2019

Item 3. News Release

The news release was disseminated by CNW Group on November 19, 2019.

Item 4. Summary of Material Change

On November 19, 2019, the Company announced, further to its new release dated November 4, 2019, the Company received approval for the issuance of 16,754 shares from the TSX Venture Exchange and issued the shares on November 13, 2019. These shares are issued in accordance with the acquisition agreements announced on November 1st, 2018, whereby the Company acquired all of the issued and outstanding shares of 13 target companies operating an aggregate of 13 Healthcare Clinics in British Columbia. The shares are subject to a statutory hold period expiring on the date that is 4 months and one day after the date of issue.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The material change is fully described in the attached news release, which has been filed on SEDAR.

5.2 Disclosure for Restructuring Transactions

Not Applicable.

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

Not Applicable.

Item 7. Omitted Information

None.

Item 8. Executive Officer

Please contact Hamed Shahbazi, Chief Executive Officer and Chairman at 604-628-7266.

Item 9. Date of Report

November 20, 2019

WELL Health Announces Completion of Time-Based Earn Out Payment in Connection with Previously Announced Acquisition of Private HealthCare Clinics

VANCOUVER, Nov. 19, 2019 /CNW/ - WELL Health Technologies Corp. (TSX.V: WELL) (the "**Company**" or "**WELL**"), a company focused on consolidating and modernizing clinical and digital assets within the primary healthcare sector, announces, further to its new release November 4, 2019, the Company received approval for the issuance of 16,754 shares from the TSX Venture Exchange and issued the shares on November 13, 2019. These shares are issued in accordance with the acquisition agreements announced November 1, 2018, whereby the Company acquired all of the issued and outstanding shares of 13 target companies operating an aggregate of 13 Healthcare Clinics in British Columbia. The shares are subject to a statutory hold period expiring on the date that is 4 months and one day after the date of issue.

WELL HEALTH TECHNOLOGIES CORP.

Per: "Hamed Shahbazi"

Hamed Shahbazi

Chief Executive Officer, Chairman and Director

About WELL

WELL is a unique company that operates Primary Healthcare Centres as well as a significant EMR or Electronic Medical Records business that supports the digitization of such clinics. WELL wholly owns nineteen medical clinics, is a majority owner of SleepWorks Medical and provides digital Electronic Medical Records (EMR) software and services to approximately 852 medical clinics across Canada. WELL's overarching objective is to empower doctors to provide the best and most advanced care possible while leveraging the latest trends in digital health. WELL is publicly traded on the TSX Venture Exchange under the symbol "WELL.v". WELL was recognized as a TSX Venture 50 Company in 2018 and 2019.

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

SOURCE WELL Health Technologies Corp.

View original content: <http://www.newswire.ca/en/releases/archive/November2019/19/c6529.html>

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For further information: Pardeep S. Sangha, Vice President Corporate Strategy and Investor Relations, investor@well.company, www.WELL.company, 604-628-7266

CO: WELL Health Technologies Corp.

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