Datametrex Announces Acquisition of Imagine Health Centres

Toronto, Ontario--(Newsfile Corp. - November 30, 2022) - **Datametrex AI Limited (TSXV: DM) (FSE: D4G) (OTCQB: DTMXF) (the "Company" or "Datametrex")** is pleased to announce that it has completed the acquisition of Imagine Health Medical Clinics Ltd., Imagine Health Pharmacies & Research Ltd. and Imagine Health Physio Ltd., (collectively "**Imagine Health"**), an arm's length, Alberta based private health company consisting of integrated medical centres, pharmacies, and ancillary services.

The acquisition of Imagine Health was completed by way of a share purchase agreement dated November 29, 2022, between the Company, Imagine Health, and the shareholders of Imagine Health (the "**Share Purchase Agreement**"), pursuant to which the Company acquired all of the issued and outstanding shares of Imagine Health corporate entities for two sites in Alberta (one in Calgary and one in Edmonton) for an aggregate purchase price of $2,600,000 satisfied by: cash payment of $1,300,000; this issuance of 5,000,000 common shares of the Company (the "**Consideration Shares"**) at a deemed price of $0.10 per Consideration Share, and the issuance of a secured vendor take-back note with a principal amount of $800,000 payable in installments of 6, 12 and 18 months from the date of issuance (the "**Note**"). The Note is secured by the assets of Imagine Health. In addition, the Share Purchase Agreement includes a covenant of Datametrex to expand Imagine Health by way of working and growth capital contribution of up to $1,000,000 to Imagine Health over a period of twelve (12) months from the date of the acquisition.

As a result of the acquisition, the Imagine Health entities are now wholly-owned subsidiaries of Datametrex. Imagine Health co-founder, Dr. Jonathan Chan will act as Chief Operating Officer of Imagine Health Medical Clinics Ltd. and Imagine Health Physio Ltd. Imagine Health co-founder, Mr. Ray Yue will act as Chief Operating Officer of Imagine Health Pharmacies & Research Ltd. ensuring the continuity of growth and leadership of Imagine Health.

Highlights of Transaction:

The acquisition of Imagine Health solidifies Datametrex's focus and strategy in the healthcare industry. The healthcare strategy provides significant growth potential in a non-volatile industry for the Company and its shareholders. According to the Canadian Institute for Health Information, the total gross clinical payments to physicians reached $29.4 billion in 2019-2020, a 4.3% increase over the previous year. (Source: https://www.cihi.ca/en/a-profile-of-physicians-in-canada-2020)

According to IBIS World, the market size of the Pharmacies & Drug Stores industry in Canada is $50.4bn in 2022. (Source: https://www.ibisworld.com/canada/market-size/pharmacies-drug-stores/)

The size and scope of both industries represent a significant opportunity for the Company. Imagine Health Centres developed proprietary processes that maximize patient experiences while improving health outcomes. The Company is excited about growing Imagine Health Centres and duplicating these processes and procedures across Canada.

Imagine Health Centres have been operating for over five years in Calgary and Edmonton. The centres had a strong client base with gross revenue from operations last year of approximately $5 million. The gross profit margins have been strong, ranging from 40-45% over the past three years. The location in downtown Calgary is strategically located at Bow Valley College Campus, which has been experiencing growth in the number of patients.

This acquisition provides Datametrex with a turnkey opportunity for a fully operational health clinic business, which integrates with the Company's other medical initiatives in telehealth, Medi-Call Inc. The

Company has plans to expand additional Imagine Health Centres across Canada with an immediate focus on B.C. and Ontario. Each centre is a fully equipped medical clinic with a volume of patients and is fully staffed with a diverse team of physicians, nurses, physiotherapists, chiropractors, pharmacists, massage therapists and other allied health team members. Imagine Health is multidisciplinary and incorporates a wide range of medical services under one clinic.

In connection with the acquisition, the Company paid a cash consulting fee of $104,000 to 1912166 Alberta Ltd., an arm's length party. Issuance of the Consideration Shares and payment of consulting fee are subject to the final approval of the TSX Venture Exchange (**"TSXV"**).

The acquisition of Imagine Health does not constitute a fundamental change or result in a change of business for the Company, nor is it expected to result in a change of control of the Company within the meaning of applicable securities laws and defined in the policies of the TSXV.

The Imagine Health Centres Acquired:

a. **Imagine Health Centre - Edmonton**

The Edmonton location has been operating since 2012 providing a wide range of services to patients with their team of family physicians, specialists, physiotherapist, pharmacist, cosmetic services, and other allied health professionals dedicated to a collaborative approach to healthcare requirements. Physicians at this centre are accepting new patients, have same-day appointments available and welcome both scheduled and walk-in patients.

To learn more, please visit: https://www.imaginehealthcentres.ca/medical-clinics/edmonton-south/

b. **Imagine Health Centre - Calgary**

This location is conveniently located in downtown Calgary at Bow Valley College and has a partnership with the College to provide primary care and health services to its students, faculty and staff and the surrounding public community.

To learn more, please visit: https://www.imaginehealthcentres.ca/location/calgary-downtown/

"Imagine Health offers collaborative, multidisciplinary health services to ensure our patients receive quality, accessible healthcare from our expert clinical teams. Our facilities are designed to foster collaboration amongst our physicians, pharmacists, and other allied health professionals - all working together to care for our patients. We look forward to working with Datametrex to help expand our medical and healthcare services to more communities", said Ray Yue, Co-Founder and Director of Pharmacy of Imagine Health

"Our vision for Imagine Health is to be a leader in exceptional healthcare. We strive to provide innovative primary care services using multidisciplinary teams that are dedicated to improved patient outcomes. We are happy to be in partnership with Datametrex to help growour initiatives", said Dr. Jonathan Chan, Co-Founder and Medical Director of Imagine Health.

"What's great about this deal is that Imagine Health is an already established business with a patient roster, doctors and medical staff that have been helping Canadians improve their health. This aligns with our telehealth business, Medi-Call, that we will adapt into this newpartnership. With plans to expand Imagine Health to Vancouver and Toronto, Datametrex is excited to advance deeper into the medical and health industry and can expect fantastic returns", said Marshall Gunter, CEO of the Company.

About Imagine Health

Imagine Health Centres is a multidisciplinary medical centre fully staffed with a selection of medical doctors, nurses, and other licensed healthcare practitioners. Their multidisciplinary approach to healthcare incorporates the expertise of a range of specialists all in one clinic. This means patients can come to one centre for all their medical needs such as primary care, pharmacy services, physiotherapy and more. Patient's medical outcomes greatly improve when they have access to an abundance of medical services and tools. Imagine Health Centres prides itself in being at the forefront of the medical clinic industry by being an innovator and provider of a wide range of high-quality healthcare services.

To learn more about Imagine Health, please visit: www.imaginehealthcentres.ca

About Datametrex

Datametrex AI Limited is a technology-focused company with exposure to artificial intelligence, machine learning, telehealth and has recently entered the electric vehicle (EV) market. Datametrex's mission is to provide tools and solutions that support companies in fulfilling their operational goals, including health and safety, with predictive and preventive technologies. By working with companies to set a new standard of protocols through artificial intelligence and health diagnostics, the Company provides progressive solutions to support the supply chain.

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, 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

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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, including statements regarding the acquisition of Imagine Health. 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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