

NOTICE OF CHANGE IN CORPORATE STRUCTURE
Pursuant to Section 4.9 of National Instrument 51-102

Item 1 Names of the Parties to the Transaction

CloudMD Software & Services Inc. ("**CloudMD**")
1480775 BC Ltd. (the "**Purchaser**")

Item 2 Description of the Transaction

On July 9, 2024, all of the issued and outstanding common shares of CloudMD were acquired by the Purchaser in consideration for \$0.04 per common share pursuant to an arrangement agreement dated May 14, 2024 between CloudMD and the Purchaser and by way of a court-approved plan of arrangement (the "**Arrangement**") under the *Business Corporations Act* (British Columbia) (the "**BCBCA**").

As a result of the Arrangement, CloudMD and the Purchaser have amalgamated to form one corporate entity with the same name as CloudMD under the BCBCA.

Full details of the Arrangement and certain other matters are set out in the management information circular of CloudMD dated May 29, 2024, a copy of which has been filed under CloudMD's issuer profile on SEDAR+ at www.sedarplus.ca.

Item 3 Effective Date of the Transaction

July 9, 2024

Item 4 Names of Each Party, if any, that Ceased to be a Reporting Issuer Subsequent to the Transaction and of Each Continuing Entity

The common shares of CloudMD are expected to be de-listed from the TSX Venture Exchange after the end of trading on July 10, 2024, and will be subsequently removed from the OTC Pink Markets and the Frankfurt Stock Exchange, respectively. CloudMD will file an application with the Ontario Securities Commission, as its principal regulator, to cease to be a reporting issuer under Canadian securities laws in each of the provinces of Canada in which it is a reporting issuer.

Item 5 Date of the Reporting Issuer's First Financial Year-End Subsequent to the Transaction

Not applicable.

Item 6 Periods, Including the Comparative Periods, if any, of the Interim and Annual Financial Statements Required to be filed for the Reporting Issuer's First Financial Year Subsequent to the Transaction

Not applicable.

Item 7 Documents filed under National Instrument 51-102 that describe the Arrangement and where the documents can be found in electronic format

The following documents are available under CloudMD's issuer profile on SEDAR+ at www.sedarplus.ca:

News Release dated May 15, 2024
Arrangement Agreement dated May 14, 2024
Material Change Report dated May 23, 2024
News Release dated May 29, 2024
Management Information Circular dated May 29, 2024
News Release dated June 3, 2024
News Release dated June 17, 2024
News Release dated June 27, 2024
News Release dated July 3, 2024
News Release dated July 9, 2024

Dated July 10, 2024