

FORM 51-102F3 - MATERIAL CHANGE REPORT

1. NAME AND ADDRESS OF COMPANY

Telo Genomics Corp.
MaRS Centre, South Tower
101 College Street, Suite 200
Toronto, Ontario M5G 1L7

2. DATE OF MATERIAL CHANGE

April 24, 2020

3. NEWS RELEASE

News release dated April 27, 2020 was disseminated through the facilities of globalNewswire.

4. SUMMARY OF MATERIAL CHANGE

Telo Genomics Corp. repurchased certain Canadian licensing and commercialization rights previously granted by the Company to Knight Therapeutics Inc.

5. FULL DESCRIPTION OF MATERIAL CHANGE

Telo Genomics Corp. (TSX-V: TELO) (the “**Company**”) repurchased certain Canadian licensing and commercialization rights previously granted by the Company to Knight Therapeutics Inc. (“**Knight**”) (TSX:GUD). In particular, the Company has repurchased from Knight the exclusive license to commercialize diagnostic and prognostic test products of the Company and the right to act as the exclusive distributor of such products in Canada. In consideration for the rights, the Company paid \$5,000 and issued 50,000 share purchase warrants to Knight. Each warrant entitles the holder to acquire one common share of the Company at an exercise price of \$0.25 per share for a period of five years from the date of issuance.

The warrants and any common shares issued pursuant to the exercise of the warrants are subject to a four month hold period from the date of issuance of the Warrants, in accordance with applicable securities laws.

6. RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102

Not applicable.

7. OMITTED INFORMATION

Not applicable.

8. EXECUTIVE OFFICER

Hugh Rogers

Chairman
416-673-8487
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9. **DATE OF REPORT**

April 27, 2020