

FORM 51-102F3
MATERIAL CHANGE REPORT

1. Name and Address of Company

Ventripoint Diagnostics Ltd. (the "**Company**")
18 Hook Avenue, Unit 101
Toronto, ON
M6P 1T4

2. Date of Material Change

December 11, 2023.

3. News Release

On December 12, 2023, a news release was issued and disseminated through the facilities of a recognized newswire service.

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.

5. Full Description of Material Change

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

6. Reliance on subsection 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.

7. Omitted Information

No information has been omitted.

8. Executive Officer

The name of the executive officer of the Company who is knowledgeable about the material change and this report is:

Dr. Alvira Macanovic, President and CEO
Tel: (416) 848-4156
Email: amacanovic@ventripoint.com

9. Date of Report

December 13, 2023.

SCHEDULE "A"
PRESS RELEASE



ASCEND Cardiovascular to Market and Distribute Ventripoint's AI-powered Heart-Scanning Technology to North American Hospitals and Clinics

Highlights of agreement

- ASCEND's IT software is used by 50,000 hospitals, clinics, and caregivers.
- Initial two-year term for North American markets.
- Ventripoint will be integrated into ASCEND's IT for cardiovascular care.

Toronto, Ontario – December 12, 2023 - Ventripoint Diagnostics Ltd. ("**Ventripoint**" or the "**Company**"), (TSXV: VPT; OTC: VPTDF), now bringing its AI-powered heart-scanning technology to the world's hospitals, is pleased to announce it has entered into a global distribution and marketing agreement with ASCEND Cardiovascular ("**ASCEND**").

ASCEND Cardiovascular is a leader in offering cutting-edge diagnostic, and imaging technologies and workflows to improve cardiac health care. ASCEND is trusted by AGFA Healthcare, Sectra, Oracle/ Cerner, and other major players in the healthcare system. Its technology stack has been integrated into the workflows of 1,000+ top-ranked healthcare facilities and 600+ health systems, representing a user base of 50,000 who serve millions of heart patients.

ASCEND will market and distribute Ventripoint's AI-powered heart-scanning technology, which turns ultrasound images of the heart into MRI-quality heart images. Using AI, and the images from existing ultrasound systems of any brand, Ventripoint creates these MRI-quality heart images at a fraction of the cost and time needed for more traditional heart MRIs. *"After many years of careful research and development, and rigorous in-hospital testing, Ventripoint's heart-imaging technology with ASCEND's proven support is ready for the world's hospitals and heart patients,"* said Dr. Alvira Macanovic, President & CEO of Ventripoint. *"With this ASCEND partnership I am encouraged we will win the confidence of hospitals and cardiologists across North America and beyond."*

"We are looking forward to the partnership between Ventripoint Diagnostics and ASCEND Cardiovascular. Our aim is that by working together, we can ultimately provide reliable and effective tools for clinicians on a global scale," stated Jeffrey Soble, MD, ASCEND's President and CEO.

The global distribution agreement has an initial two-year term, with ASCEND as the official reseller. ASCEND will market and sell the Ventripoint VMS+ system as part of its inclusive solution, as well as integration with ASCEND's cardiovascular IT platform.

Ventripoint will be providing support and training to ASCEND on the use and capabilities of the VMS+ during the term of the agreement. The collaboration between Ventripoint and ASCEND will reduce time to market and overall effort to provide new software solutions to the market.

“Combining these two products creates an end-to-end solution rivaling the best technology offered on the market, said Dr. Macanovic. “Our partnership includes joint research and development initiatives to optimize current technologies and exploratory projects to identify new treatment possibilities, reduce waiting times, and ensure a cost-effective addition to the heart healthcare system.”

Ventripoint, now commercializing its technology, has won accolades from leading hospitals, and the British Heart Foundation and has drawn international media attention. As the relationship between Ventripoint and ASCEND Cardiovascular continues to evolve, both companies remain committed to driving innovation and excellence in cardiovascular health technology.

About Ventripoint Diagnostics Ltd.

Ventripoint has become an industry leader in the application of AI (Artificial Intelligence) to echocardiography. Ventripoint's VMS products are powered by its proprietary KBR technology, which is the result of a decade of development and provides accurate volumetric cardiac measurements equivalent to MRI. This affordable, gold-standard alternative allows cardiologists greater confidence in the management of their patients. Providing better care to patients serves as a springboard and basic standard for all of Ventripoint's products that guide our future developments. In addition, VMS+ is versatile and can be used with all ultrasound systems from any vendor supported by regulatory market approvals in the U.S., Europe, and Canada. Learn more: www.ventripoint.com.

About ASCEND Cardiovascular

ASCEND Cardiovascular is a leader in innovating cardiovascular solutions that empower the provider community to improve cardiovascular care. Designed with openness in mind, our solutions integrate with EHRs, medical devices, and other systems to deliver seamless workflows that span procedure types and modalities. A complete cardiovascular solution, ASCEND provides structured reporting, image visualization, collaboration, and analytics that improve efficiency, outcomes, and ROI. With decades of experience and a practicing cardiologist at our helm, the ASCEND team brings unparalleled “know how” in cardiology workflow, collaboration, and IT offering limitless opportunities to improve clinical, operational, and quality performance. Learn more: www.ascendcv.com.

For further information, please contact:

Jonathan Robinson CFA
JRobinson@oakhillfinancial.ca
(416) 669-1001

Neither the 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 news release.

Forward Looking Statements

This news release contains forward-looking statements and forward-looking information within the meaning of applicable securities laws. The use of any of the words "expect", "anticipate", "continue", "estimate", "objective", "ongoing", "may", "will", "project", "should", "believe", "plans", "intends" and similar expressions are intended to identify forward-looking information or statements. The forward-looking statements and information are based on certain key expectations and assumptions made by the Company. Although the Company believes that the expectations and assumptions on which such forward-looking statements and information are based are reasonable, undue reliance should not be placed on the forward-looking statements and information because the Company can give no assurance that they will prove to be correct.

Since forward-looking statements and information address future events and conditions, by their very nature they involve inherent risks and uncertainties. Actual results could differ materially from those currently anticipated due to a number of factors and risks. Factors which could materially affect such forward-looking information are described in the risk factors in the Company's most recent annual management's discussion and analysis that is available on the Company's profile on SEDAR at www.sedar.com. Readers are cautioned that the foregoing list of factors is not exhaustive. The forward-looking statements included in this news release are expressly qualified by this cautionary statement. The forward-looking statements and information contained in this news release are made as of the date hereof and the Company undertakes no obligation to update publicly or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws.