

MEDX HEALTH CORP.
MATERIAL CHANGE REPORT

FORM 51-102F3

1. NAME AND ADDRESS OF COMPANY

MedX Health Corp. (the “Company” or “MedX”)
1495 Bonhill Road, Unit 1
Mississauga ON L5T 1M2

2. DATE OF MATERIAL CHANGE

December 18, 2017.

3. NEWS RELEASE

The attached news release was issued on behalf of the Company on Decemebr 18, 2017, disseminated through news services and filed on SEDAR.

4. SUMMARY OF MATERIAL CHANGE

The Company announces that, effective December 15, 2017, it closed a non-brokered private placement. On Closing of the placement, the Company raised gross proceeds of \$725,679 to its treasury by issuance of 6,047,329 Units, comprising 6,047,329 common shares (“Share(s)”) and 6,047,329 share purchase warrants (“Warrants”) at \$0.12 per Unit. Each Warrant entitles the holder to purchase one additional Share during the period expiring December 15, 2020, at \$0.20 per share. At Closing, a total of 204,400 Compensation Options were issued to finders; each Compensation Option comprises a non-transferable Finder’s Warrant, exercisable for a period of three years, to acquire a Unit at \$0.12, comprising a Share and a Warrant exercisable until December 15, 2020, at \$0.20. Finder commissions amounting to a total of \$24,528 were also paid in cash from the gross proceeds. The securities issued on December 15, 2017, are restricted from trading before April 16, 2018. Included in the proceeds is an amount of \$170,785 representing 1,423,208 Units subscribed for by an Insider.

Following this placement, MedX has 112,743,129 shares outstanding.

5. FULL DESCRIPTION OF MATERIAL CHANGE

See the attached news release.

6. RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102

Not applicable.

7. OMITTED INFORMATION

Not applicable.

8. EXECUTIVE OFFICER – FOR FURTHER INFORMATION CONTACT:

For further information, please contact Rob Von der Porten, Chief Executive Officer of the Company, at (905) 670-4428.

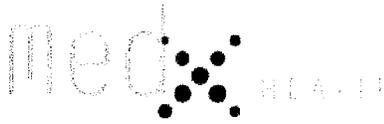
DATED at Mississauga this 18th day of December, 2017.

MEDX HEALTH CORP.

Per: *“Rob von der Porten”*

Name: Rob von der Porten

Title: Chief Executive Officer



FOR IMMEDIATE RELEASE

TSX Venture Exchange: MDX

NOT FOR DISSEMINATION IN THE UNITED STATES OR FOR DISTRIBUTION TO U.S. NEWSWIRE SERVICES

MedX Health Corp. Announces Closing of Private Placement

Mississauga, ON, December 18, 2017 – MedX Health Corp. (“MedX” or the “Company”) (TSX-V: MDX). The Company announces that, effective December 15, 2017, it closed a non-brokered private placement. On Closing of the placement, the Company raised gross proceeds of \$725,679 to its treasury by issuance of 6,047,329 Units, comprising 6,047,329 common shares (“Share(s)”) and 6,047,329 share purchase warrants (“Warrants”) at \$0.12 per Unit. Each Warrant entitles the holder to purchase one additional Share during the period expiring December 15, 2020, at \$0.20 per share. At Closing, a total of 204,400 Compensation Options were issued to finders; each Compensation Option comprises a non-transferable Finder’s Warrant, exercisable for a period of three years, to acquire a Unit at \$0.12, comprising a Share and a Warrant exercisable until December 15, 2020, at \$0.20. Finder commissions amounting to a total of \$24,528 were also paid in cash from the gross proceeds. The securities issued on December 15, 2017, are restricted from trading before April 16, 2018. Included in the proceeds is an amount of \$170,785 representing 1,423,208 Units subscribed for by an Insider.

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About MedX

MedX, headquartered in Mississauga, Ontario, is a leading medical device company focused on skin cancer with its SIAscopy technology. This technology is imbedded in its products SIAMETRICS™, SIMSYS, and MoleMate™, which MedX manufactures in its ISO 13485 certified facility. SIMSYS, and MoleMate™ include hand-held devices that use patented technology utilizing light and its remittance to view up to 2 mm beneath suspicious moles and lesions in a pain free, non-invasive manner, with its software then creating real-time images for physicians and dermatologists to evaluate all types of moles or lesions within seconds. The devices are sold to physicians and clinics, as well as being deployed in pharmacies and remote clinics from where the images are sent to dermatologists who perform a diagnosis. These products are Health Canada, FDA (US), ARTG and CE approved for use in Canada, the US, Australia, the European Union and Turkey. SIAMETRICS™ is a unique product used in a specialized market for research into the clinical effectiveness of medical treatments of certain skin conditions. MedX also designs, manufactures and distributes quality laser and light therapy technologies for use in numerous medical settings, approved in major jurisdictions, to provide drug free and non-invasive treatment of tissue damage and pain. For more information and a complete profile of MedX and its products visit www.medxhealth.com.

This press release does not constitute an offer of any securities for sale. This press release contains certain forward-looking statements within the meaning of applicable Canadian securities legislation. These forward-looking statements involve certain risks and uncertainties that could cause actual results to differ, including, without limitation, the company's limited operating history and history of losses, the inability to successfully obtain further funding, the inability to raise capital on terms acceptable to the

company, the inability to compete effectively in the marketplace, the inability to complete the proposed acquisition and such other risks that could cause the actual results to differ materially from those contained in the company's projections or forward-looking statements. All forward looking statements in this press release are based on information available to the company as of the date hereof, and the company undertakes no obligation to update forward-looking statements to reflect events or circumstances occurring after the date of this press release.

Neither 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 press release.

For further information:

Robert von der Porten / President and CEO

MedX Health Corp.

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