

FORM 51-102F3

MATERIAL CHANGE REPORT

**Item 1. Name and Address of Company**

**PanGenomic Health Inc. (the "Company")**  
315 - 1275 West 6th Avenue  
Vancouver, BC V6H 1A6

**Item 2. Date of Material Change**

January 29, 2025.

**Item 3. News Release**

The news release was issued on January 29, 2025 and disseminated by TheNewswire.

**Item 4. Summary of Material Change**

On January 29, 2025, the Company announced the amendment of the exercise price of a total of 4,300,464 share purchase warrants (the "Warrants") from \$0.50 per share (on a post-consolidation basis) to \$0.17 per share.

**Item 5. Full Description of Material Change**

On January 29, 2025, the Company announced, further to its news release issued on January 9, 2025, the amendment of the exercise price of the Warrants from \$0.50 per share (on a post-consolidation basis) to \$0.17 per share (the "Warrant Repricing") following the receipt of unanimous consent to the Warrant Repricing by the registered holders of the Warrants.

The Warrants were issued by the Company on or about May 27, 2024, with each Warrant exercisable to acquire one Class A Common Share in the capital of the Company (the "Shares") for a period expiring on May 27, 2026. The expiry date of the Warrants after the Warrant Repricing remains unchanged. However, following the Warrant Repricing, if, at any time, the closing price of the Shares, as quoted by the Canadian Securities Exchange, is equal to or greater than \$0.23 per Share for 10 consecutive trading days, the expiration date of the Warrants will automatically be accelerated to the date that is 30 calendar days after the date of such 10 consecutive trading day period.

Replacement Warrant certificates will not be issued, and notice of the amendment will be sent to the registered holders of the Warrants. None of the Warrants are held by "related parties" of the Company.

**Item 6. Reliance on Subsection 7.1(2) of National Instrument 51-102**

Not applicable.

**Item 7. Omitted Information**

None.

**Item 8. Executive Officer**

**Tammy Gillis**  
Chief Financial Officer, Treasurer and Secretary  
(778) 743-4642

**Item 9. Date of Report**

January 30, 2025.