

**Form 51-102F3
Material Change Report**

Item 1 Name and Address of Company

AI/ML INNOVATIONS INC. (the “Company”)
#203, 645 Fort St., Victoria, British Columbia, V8W 1G2

Item 2 Date of Material Change

January 8, 2025

Item 3 News Release

A news release announcing the material change was disseminated on January 9, 2025 through the facilities of Accesswire and was subsequently filed on SEDAR+ at www.sedarplus.ca.

Item 4 Summary of Material Change

On January 9, 2025 the Company announced that it had appointed two distinguished leaders to its Board of Directors. Mark Orsmond, a highly respected pioneer among healthcare executives in Canada, joins as Executive Chair, while seasoned business entrepreneur Michael Nemirow steps into the role of Director.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please refer to the Company’s news release dated January 9, 2025, which is attached as Schedule “A” to this Material Change Report.

5.2 Disclosure for Restructuring Transactions

Not Applicable.

Item 6 Reliance on subsection 7.1(2) of National Instrument 51-102

Not Applicable.

Item 7 Omitted Information

Not Applicable.

Item 8 Executive Officer

Contact: Paul Duffy, Chief Executive Officer
Telephone: (778) 405-0882
Email: info@aiml-innovations.com

Item 9 Date of Report

January 9, 2025

Schedule “A”
News Release



CSE: AIML
OTCQB: AIMLF
FWB: 42FB

NEWS RELEASE

AI/ML INNOVATIONS INC.

AI/ML Innovations Inc. Welcomes Industry Veterans to Board of Directors

- ***Mark Orsmond, a highly respected business professional in Canadian Healthcare, Appointed Executive Chair***
- ***Michael Nemirow Joins as Director, Bringing Decades of Entrepreneurial Expertise***

January 9, 2025 /Accesswire/

Vancouver, Canada – AI/ML Innovations Inc. (“AIML” or the “Company”) (CSE: AIML; OTCQB: AIMLF; FWB: 42FB), a leading company committed to acquiring and advancing Artificial Intelligence/Machine Learning technologies that address urgent societal needs, is pleased to announce the appointment of two distinguished leaders to its Board of Directors. Mark Orsmond, a highly respected pioneer among healthcare executives in Canada, joins as Executive Chair, while seasoned business entrepreneur Michael Nemirow steps into the role of Director.

Mark Orsmond has earned a reputation as a transformative leader in Canada, with a career spanning over 30 years. Mark has successfully developed and scaled multiple ventures, including three healthcare businesses that were sold to Well Health Technologies Corp. (TSX: WELL). His extensive experience includes serving as CFO and Executive Vice President at the Corix Group of Companies and the ALL-SEA Group of Companies. A holder of a B.Compt degree from the University of South Africa and a CPA designation, Mr. Orsmond’s leadership has consistently driven organizational success and premier exits.

Michael Nemirow brings an entrepreneurial acumen honed over decades of scaling and transforming businesses across diverse industries. As CEO of Greenstar Plant Products, Inc., Mr. Nemirow led a strategic overhaul, streamlining operations, acquiring a complementary organic brand, and driving the company’s global presence in markets such as North America, South America, Europe, and Australia. Under his leadership, Greenstar grew into a globally recognized manufacturer and was acquired by a public U.S. company in 2021.

“We are privileged to welcome two exceptional leaders to our Board,” said Paul Duffy, CEO of AIML. “Mark Orsmond’s unparalleled influence in Canadian healthcare and Michael Nemirow’s entrepreneurial expertise will be invaluable as AIML accelerates its global expansion and innovation in health technology. Their strategic guidance will be a cornerstone of our future success.”

The Company also extends its gratitude to Tim Daniels for his leadership as Executive Chairman. Mr. Daniels will remain a valued member of the Board.

Stock Options Grant

The Company further announces the grant of stock options to a director to purchase up to 250,000 common shares of the Company (“Shares”) at an exercise price of \$0.17 per Share for a term of five years (“Options”). The Options will vest quarterly over one year.

For more information about AIML:

For detailed information please see AIML's website or the Company's filed documents at www.sedarplus.ca.

For further information, contact: Blake Fallis at (778) 405-0882 or info@aiml-innovations.com.

About AI/ML Innovations Inc. <https://aiml-innovations.com/>

AIML Innovations Inc. has realigned its business operations to capitalize on the burgeoning fields of artificial intelligence: (AI) and machine learning (ML), with an initial investment focus on emerging digital health and wellbeing companies that leverage AI, ML, cloud computing and digital platforms to drive transformative healthcare management solutions and precision support delivery across the health continuum. Through its acquisition of Quantum Sciences Ltd. (100% owned by AIML) and strategic partnerships with Health Gauge Inc. (95.2% owned by AIML), Tech2Heal (up to 22% ownership rights, with 11.11% currently owned by AIML), AI Rx Inc. (70% owned by AIML), NeuralCloud Solutions Inc. (100% owned by AIML), and other planned accretive investments, the Company continues to capitalize on expanding growth areas, to the benefit of all the Company's stakeholders. AIML's shares are traded on the Canadian Securities Exchange under the symbol "AIML", the OTCQB Venture Market under "AIMLF", and the Frankfurt Stock Exchange under "42FB".

On behalf of the Board of Directors
Tim Daniels, Director

The Canadian Securities Exchange has in no way passed upon the merits of the Company and has neither approved nor disapproved the contents of this press release. Neither the Canadian Securities Exchange nor the Market Regulator (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release.