

**FORM 51-102F3
NATIONAL INSTRUMENT 51-102**

MATERIAL CHANGE REPORT UNDER SECTION 7.1 OF NI 51-102

FILED VIA SEDAR

Item 1. Name and Address of Company

ScreenPro Security Inc.
2300 Yonge Street, Suite 2802
Toronto, ON M4P 1E4

Item 2. Date of Material Change

A material change took place on November 15, 2021.

Item 3. News Release

On November 16, 2021, a news release in respect of the material change was released through the facilities of Newsfile Corp.

Item 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.

Item 5. Full Description of Material Change

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

Item 6. Reliance on Section 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.

Item 7. Omitted Information

No information has been omitted.

Item 8. Executive Officer

Lena Kozovski
Chief Executive Officer
info@screenprosecurity.com

Item 9. Date of Report

November 16, 2021

SCHEDULE "A"
PRESS RELEASE

ScreenPro Completes Acquisition of Concierge Medical Consultants Inc.

Toronto, Ontario--(Newsfile Corp. - November 16, 2021) - **ScreenPro Security Inc. (CSE: SCRN) (OTCQB: SCRSE) ("ScreenPro" or the "Company")** is pleased to announce that further to its press release dated November 2, 2021, it has closed its acquisition of 100% of Concierge Medical Consultants Inc.'s ("**Concierge**") issued and outstanding securities (the "**Transaction**"), pursuant to terms of a share purchase agreement entered into between the Company and Datametrex AI Limited, the sole shareholder of Concierge (the "**Vendor**") effective November 15, 2021 (the "**Definitive Agreement**").

Concierge is an arm's length private medical concierge services company incorporated under the laws of British Columbia.

Lena Kozovski, CEO of ScreenPro Security commented: "We are pleased to complete the acquisition of Concierge Medical. Dr. Sharif and I have worked together for the last year on the pandemic and COVID-19 testings, and I look forward to moving Concierge Medical to the next level. Consumers view concierge services as a viable model for future medical care needs, and the completion of this acquisition is a pivotal part of our post pandemic business plan."

Terms of the Transaction

Pursuant to the Definitive Agreement, the Company issued 36,000,000 common shares in the capital of the Company (the "**Common Shares**") to the Vendor at a deemed price of \$0.05 per Common Share for an aggregate purchase price of \$1,800,000.

No finder's fee was payable in connection with the Transaction. ScreenPro will not assume any debt of Concierge and the proposed acquisition is not expected to constitute a fundamental change or result in a change of business for the Company, nor is it expected to result in a change of control of the Company within the meaning of applicable securities laws and the policies of the Canadian Securities Exchange (the "**CSE**").

Operations of Concierge Upon Completion of the Transaction

Concierge has become a wholly-owned operating subsidiary of the Company. The Company has appointed Dr. Jibrán Sharif and Ms. Lena Kozovski as the new board of the directors of Concierge, and Dr. Sharif remains as the President of Concierge following the closing of the Transaction. In addition to his role as President of Concierge, Dr. Jibrán Sharif has become the Chief Medical Officer of ScreenPro.

About Concierge

Concierge Medical Consultants is a small group of board-certified practicing emergency physicians who think that urgent care does not just happen in an ER or your doctor's office, it can happen anywhere at any time. Dr. Jibrán Sharif, MD, CCFP EM, RDMS, is the founder and President of Concierge Medical Consultants and grew up in Vancouver. He earned a degree in Economics at the University of British Columbia before graduating with a medical degree and residencies in Emergency Medicine and Ultrasound at the University of Sydney, University of Saskatchewan, and the University of Calgary, respectively. He is a full time Emergency physician in the GVRD and a Clinical lecturer with the faculty of Emergency Medicine at the University of British Columbia.

For additional information, please visit Concierge's website at www.conciergemedical.ca.

About ScreenPro

ScreenPro is a Screening and Medical Technology company that provides turnkey screening solutions with its proprietary medical alerting software. ScreenPro's unique access to multiple manufacturers of high-quality test kits and its strategic partnership with labs in British Columbia, Ontario and Quebec allowing ScreenPro to be a full-service nationwide provider of COVID testing solutions across Canada. In addition, ScreenPro has its own medical doctor and nursing professionals along with on the ground support staff and transportation, as access to high quality PPEs to ensure that its clients are protected in all aspects of their testing needs. ScreenPro provides alerting software through its secure GoStop application that enables individuals to use the app for test screening results as well as provides automated identification codes for our laboratories and analytics to our clients on their testing cadence. For additional information on ScreenPro and other corporate information, please visit the Company's website at www.screenprosecurity.com.

For more information about the Company, please refer to the Company's profile on SEDAR at www.sedar.com.

Neither the Canadian Securities Exchange (the "CSE") nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.

For further information please contact:

Jamie Hyland, Director
Email: info@screenprosecurity.com
P. (604) 442-2425

Forward Looking Statements:

Certain statements contained in this news release may constitute forward-looking information, including statements relating to expectations regarding the acquisition and business of Concierge Medical Consultants Inc. and the future development of ScreenPro's business. Forward-looking information is often, but not always, identified by the use of words such as "anticipate", "plan", "estimate", "expect", "may", "will", "intend", "should", and similar expressions. Forward-looking information involves known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking information. The actual results of ScreenPro could differ materially from those anticipated in this forward-looking information as a result of regulatory decisions, competitive factors in the industries in which ScreenPro operates, prevailing economic conditions, changes to ScreenPro's strategic growth plans, and other factors, many of which are beyond the control of ScreenPro. Management of ScreenPro believes that the expectations reflected in the forward-looking information herein are reasonable, but no assurance can be given that these expectations will prove to be correct and such forward-looking information should not be unduly relied upon. Any forward-looking information contained in this news release represents ScreenPro's expectations as of the date hereof and is subject to change after such date. ScreenPro disclaims any intention or obligation to update or revise any forward-looking information whether as a result of new information, future events or otherwise, except as required by applicable securities legislation.

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To view the source version of this press release, please visit <https://www.newsfilecorp.com/release/103781>