

**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 May 12, 2022.

**Item 3. News Release**

On May 13, 2022, 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**

May 13, 2022

**SCHEDULE "A"**  
**PRESS RELEASE**

# ScreenPro Announces Acquisition of Naturevan Nutrition Ltd.

Toronto, Ontario--(Newsfile Corp. - May 13, 2022) - **ScreenPro Security Inc. (CSE: SCRN) (OTCQB: SCRSF) ("ScreenPro" or the "Company")** is pleased to announce that it has completed the acquisition of Naturevan Nutrition Ltd. ("**Naturevan**"), a privately-held British Columbia corporation, focused on the health and wellness industry. Naturevan has 22 natural health supplement products that are sold online and through distribution agents.

The acquisition of Naturevan provides ScreenPro an entry into the health and wellness space with immediate sales, an e-commerce team, and established sales distribution channel. Naturevan is strategic to ScreenPro as it provides immediate diversification, growth opportunities through its sales channels and online platform, and synergies with Concierge Medical as it provides product offerings to clients and future expandability of business lines.

*"The Company is very pleased and excited to have Naturevan Nutrition Ltd. as part of the portfolio. This is a great compliment to our existing business operations and with the ability to sell products through e-commerce and retail, this will help us diversify our revenue streams. With high grade Canadian made supplements, we look forward to sustained business growth in the years to come," said Lena Kozovski, CEO of the Company.*

## Transaction Terms

The Company, Naturevan and the shareholders of Naturevan have entered into a share purchase agreement pursuant to which the Company acquired all the issued and outstanding shares of Naturevan for an aggregate purchase price of \$2,200,000. The purchase price was satisfied by the issuance of an aggregate of 25,833,333 units ("**Units**") of the Company and \$650,000 in cash. Each Unit consists of one common share of the Company issued at a deemed price of \$0.06 per share, and one (1) common share purchase warrant ("**Warrant**"). Each warrant is exercisable to acquire one (1) common share of the Company at an exercise price of \$0.07 per share for a period of two (2) years.

## Additional information of transaction:

- There were no finder's fees paid in connection with the transaction
- The final transaction was signed on May 11, 2022
- Naturevan has zero debt and a positive working capital position
- The target is recently incorporated and does not have year-end statements
- The transaction will not result in any change of control or new control persons

## Operations of Naturevan

Naturevan has become a wholly owned operating subsidiary of the Company. The Company has appointed Lena Kozovski as director, Chief Executive Officer, and Chief Financial Officer of Naturevan following the closing of the acquisition.

## About Naturevan

Naturevan is a provider of natural health supplements and products that are distributed online and through agents across Canada. Naturevan's products are proudly made in Canada. Canada's natural health supplement market is globally recognized as having first-rate standards and guidelines. To learn more about Naturevan and its products: [www.naturevan.ca](http://www.naturevan.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 allows ScreenPro to be a full-service nationwide provider of COVID testing and breast cancer screening solutions across Canada. In addition, ScreenPro has its own medical doctor and nursing professionals with on the ground support staff and transportation, with access to high quality PPEs to ensure that clients are protected in all aspects of their testing needs.

For additional information on ScreenPro and other corporate information, please visit the Company's website at: [www.screenprosecurity.com](http://www.screenprosecurity.com).

For more information about the Company, please refer to the Company's profile on SEDAR at [www.sedar.com](http://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:**

Lena Kozovski, CEO

Email: [investors@screenprosecurity.com](mailto:investors@screenprosecurity.com)

Phone: 416.901.5611 ext. 204

**Forward-Looking Statements:**

*Certain statements contained in this news release may constitute forward-looking information, including statements relating to expectations regarding the acquisition of Naturevan Nutrition Ltd., and the future development of ScreenPro's business. Forward-looking information is often, but not always, identified using 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 because 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.*

###

To view the source version of this press release, please visit

<https://www.newsfilecorp.com/release/123858>