

**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 31, 2022.

Item 3. News Release

On May 30, 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

June 1, 2022

SCHEDULE "A"
PRESS RELEASE

ScreenPro Reports Q1 2022 Results and Corporate Update

Toronto, Ontario--(Newsfile Corp. - May 30, 2022) - **ScreenPro Security Inc. (CSE: SCRN) (OTCQB: SCRSF) ("ScreenPro" or the "Company")** today announces its financial results for the first quarter. The Company filed on SEDAR its financial statements ("**FS**") and related management discussion and analysis ("**MD&A**") for first quarter results ending March 31, 2022 ("**Q1 2022**").

Highlights:

- Concierge Medical generated \$207,624 in revenue
- As of March 31, 2022, the Company acquired over \$1 million in Cash, an increase of 396% since December 31, 2021
- As of March 31, 2022, the Company holds over \$11 million in total assets, an increase of 145% since December 31, 2021

2022 Financial Summary

Three Months Ended March 31, 2022

As of March 31, 2022, the Company had current assets of over \$4 million with over \$1 million in cash, EBITDA* and Adjusted EBITDA* of \$72,192. The Company had positive cash flows of \$29,779. The Company reported a net loss of \$333,829 compared to loss of \$4,553,509 in the previous year. The Company reduced general and administrative costs for the period ended March 31, 2022, from \$537,512 to \$252,319 due to operating efficiencies.

The following is selected financial information for financial results ending March 31, 2022. Please refer to the Q1 2022 filing in its entirety, which is available under ScreenPro's profile at www.sedar.com.

The following table summarizes net loss, and EBITDA* and adjusted EBITDA* for the period ended March 31, 2022, and 2021. All figures are in Canadian dollars unless otherwise noted:

	March 31, 2022	March 31, 2021
Net Loss	(\$333,829)	(\$4,553,509)
Depreciation and amortization	\$406,021	\$73,004
EBITDA*	\$72,192	(\$4,480,505)
Listing expense	-	\$3,155,025
Adjusted EBITDA*	\$72,192	(\$1,325,480)

Outlook

The Company started the year strong, developing strong momentum in its core business in Covid testing which delivered a continuous increase of revenue with testing numbers growing each month. With this momentum, Covid testing continues to grow within the community and in the film and production industry and continues to be the forefront of the company.

With a focus on diversity, ScreenPro has positioned itself for growth in different sectors. On May 13th, 2022, the Company announced its Acquisition of Naturevan Nutrition Ltd. ("**Naturevan**"), a British Columbia corporation that carries Canadian made natural health supplement products. Currently, the

Company is working on distribution of its products. Naturevan is a strategic channel for instant diversification into the health and wellness space.

The Company is currently working on expanding its corporate objectives with Add Biomedical ("**Add Bio**") and working on growing the volume of patients and revenue for Concierge Medical Consultants Inc. ("**Concierge**").

Additionally, the Company would like to announce that Lena Kozovski, Chief Executive Officer of the Company, has joined the board of directors of the Company to replace Mr. Young Cho Lee who has resigned. We would like to thank Mr. Lee for his contributions to the board.

"The Company began the year with continuous momentum in our Covid testing business, providing a strong performance each month with testing contracts in the film and production industry and testing for the community. Our Covid testing revenue helped pave the way for growth and expand to diversify in other business lines. I am also pleased that the Company was able to further business and announce another acquisition with Naturevan, As the year progresses, diversifying into the health and wellness space is priority while maintaining growth and profit in our already existing ventures," Lena Kozovski, CEO of the Company.

"As our Covid testing business remains stronger than ever, the Company looks forward to making a strong presence in the health and wellness market with our newest venture, Naturevan. Our plans for this year include expanding into our other business lines to make room for improvement, expansion, and a focus on growing shareholder value," Michael Yeung, Chairman of the Company.

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

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:

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Forward Looking Statements:

Certain statements contained in this news release may constitute forward-looking information, including statements relating to expectations regarding 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.

NON-IFRS FINANCIAL MEASUREMENTS

*The Company has included non-IFRS performance measures throughout this press release, including (a) Earnings Before Interest, Taxes, Depreciation and Amortization ("**EBITDA**"); (b) Adjusted EBITDA which is EBITDA adjusted for the gain (loss) on change in fair value of the Company's investment properties and the gain (loss) on change in fair value of derivative instruments; and (c) Book Value per Share which is calculated as equity attributable to Datametrex AI Limited shareholders divided by total common shares outstanding at the end of the reporting period. These non-IFRS financial measurements do not have any standardized meaning as prescribed by International Financial Reporting Standards ("**IFRS**") and are therefore unlikely to be comparable to similar measures presented by other issuers. Accordingly, these performance measures are intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS. Management uses EBITDA metrics to measure the profit trends of the business units and segments in the consolidated group since it eliminates the effects of financing decisions. Certain investors, analysts and others utilize these non-IFRS financial metrics in assessing the Company's financial performance. These non-IFRS financial measurements have not been presented as an alternative to net income or any other financial measure of performance prescribed by IFRS. Reconciliation of non-IFRS measures has been provided throughout the Company's MD&A, as applicable, filed under the Company's profile on www.SEDAR.COM.*

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To view the source version of this press release, please visit
<https://www.newsfilecorp.com/release/125865>