

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1. Name and Address of Company

Viper Gold Ltd. ("**Viper Gold**" or the "**Company**")
430 - 580 Hornby Street
Vancouver, BC V6C 3B6

Item 2. Date of Material Change

September 14, 2015

Item 3. News Release

On September 14, 2015, a press release relating to the material change was issued and disseminated through the services of Marketwired.

Item 4. Summary Of Material Change

The Corporation announced that Mr. Vineet (Vinny) R. Jindal has agreed to serve as President, Chief Executive Officer and as a director of Viper effective September 15, 2015.

The Company also announced that is has increased the size of its previously announced non-brokered private placement to \$500,000 and has concurrently increased the price of each common share of Viper offered to \$0.25 per share (the "Private Placement").

Mr. Jindal will receive an initial one-time equity compensation payment of an option to purchase up to 3,000,000 shares exercisable at a price of \$0.25 per share, for five years from the date of grant ("Compensation Options"). One-third (1/3) of the Compensation Options will be vested immediately upon grant, and the remaining two-thirds (2/3) of the Compensation Options will vest in equal quarterly installments over two years.

Trading in the Viper Shares has been halted and may remain halted pending the review of the Transaction by the Exchange.

Item 5. Full Description Of Material Change

The Corporation announced that Mr. Vineet (Vinny) R. Jindal has agreed to serve as President, Chief Executive Officer and as a director of Viper effective September 15, 2015. The appointment of Mr. Jindal is being made in conjunction with the previously announced (see news release dated September 1, 2015) acquisition by Viper (the "Transaction") of the all of the issued and outstanding shares of QuikFlo Technologies Inc. ("QuikFlo"). QuikFlo is a private Alberta-based medical technology company that is developing an automated diagnostic tool which will interpret computed tomography scans of ischemic stroke patients and provide specific treatment options to attending physicians.

The Company also announced that is has increased the size of its previously announced non-brokered private placement to \$500,000 and has concurrently increased the price of each common share of Viper (a "Viper Share") offered to \$0.25 per share (the "Private Placement"). The proceeds of the Private Placement will be used to develop the QuikFlo diagnostic tool and to pay for a portion of the costs of the Transaction. Completion of the Private Placement is subject to final Exchange acceptance. Viper Shares issued will be subject to a hold period expiring four months from the date of closing.

Mr. Jindal has been the Chief Business Officer for Caliber Corporate Advisors LLC, a corporate strategic advisory firm, since October 2014. Prior to that, from February 2010 until September 2014, Mr. Jindal

was the Chief Executive Officer, co-founder and a director of Stockr, Inc., a social media platform for investors. From August 2007 until February 2008, Mr. Jindal was a Principal at Boston Millennia Partners, a private equity fund and from August 2007 until February 2008, he was the managing director of Biotechnology Analysis, and Head of Healthcare Equity Research at ThinkEquity LLC, growth focused research-centric investment bank. Mr. Jindal has held several senior analyst and research positions with various investment banks including Wedbush Morgan Securities and Lehman Brothers. Mr. Jindal has a Master's degree in pharmacology from Cornell University, a Master's degree in endocrinology and a B.A. in integrative Biology, both from the University of California at Berkley.

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Trading Halt

Trading in the Viper Shares has been halted and may remain halted pending the review of the Transaction by the Exchange. There can be no assurance that trading in the Viper Shares will resume prior to the completion of the Transaction.

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

Not applicable.

Item 7. Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8. Executive Officer

George Tsafalas, Director, at (604) 428-0511.

Item 9. Date of Report

September 17, 2015.

FORWARD LOOKING INFORMATION

This report contains forward-looking statements and forward-looking information within the meaning of applicable securities laws. These statements relate to future events or future performance. All statements other than statements of historical fact may be forward-looking statements or information. More particularly and without limitation, this report contains forward-looking statements and information relating to the shareholder approval of the Private Placement, the use of the net proceeds as well as the Company's corporate strategy. The forward-looking statements and information are based on certain key expectations and assumptions made by management of the Company, including, without limitation, the Company's ability to obtain the necessary approvals to access the subscription proceeds held in trust and implement its business strategy. Although management of the Company believes that the expectations and assumptions on which such forward looking statements and information are based are reasonable, undue reliance should not be placed on the forward-looking statements and information since no assurance can be given that they will prove to be correct.

Forward-looking statements and information are provided for the purpose of providing information about the current expectations and plans of management of the Company relating to the future. Readers are cautioned that reliance on such statements and information may not be appropriate for other purposes, such as making investment decisions. Since forward-looking statements and information address future events and conditions, by their very nature they involve inherent risks and uncertainties. Actual results could differ materially from those currently anticipated due to a number of factors and risks. These include, but are not limited to, the Company's ability to identify and complete suitable acquisitions to further the Company's growth as well as risks associated with the Company's ability to obtain shareholder approval for the private placement, the pharmaceutical and technology sectors in general such as operational risks in development, research and regulatory delays or changes in plans with respect to research projects or capital expenditures; the uncertainty of the market; the uncertainty of estimates and projections relating to costs and expenses; health, safety and environmental risks; commodity price and exchange rate fluctuations; marketing and commercialization; loss of markets; competition; incorrect assessment of the value of any technologies acquired and failure to realize the anticipated benefits of such acquisitions; ability to access sufficient capital from internal and external sources; failure to obtain required regulatory and other approvals and changes in legislation, including but not limited to tax laws, and government regulations. Accordingly, readers should not place undue reliance on the forward-looking statements, timelines and information contained in this report. Readers are cautioned that the foregoing list of factors is not exhaustive.

The forward-looking statements and information contained in this report are made as of the date hereof and no undertaking is given to update publicly or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws or the Exchange. The forward-looking statements or information contained in this report are expressly qualified by this cautionary statement.