

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

**1. NAME AND ADDRESS OF COMPANY**

UniDoc Health Corp.  
220 – 333 Terminal Avenue  
Vancouver, BC V6A 4C1

**2. DATE OF MATERIAL CHANGE**

April 19, 2022

**3. NEWS RELEASE**

News release dated April 26, 2022 was disseminated via the facilities of Globe Newswire.

**4. SUMMARY OF MATERIAL CHANGE**

UniDoc signs definitive agreement to provide telehealth services in Ghana.

**5. FULL DESCRIPTION OF MATERIAL CHANGE**

UniDoc Health Corp. (“**UniDoc**” or the “**Company**”) (CSE: UDOC) (FRA: L7T) (OTCQB: UDOCF) announced, further to its news release dated April 5, 2022, that it has entered into a definitive master equipment deployment and services agreement (the “**Agreement**”) with the offices of Her Royal Highness, Nana Hema Kwasi Bozoma III, Ndweafo Royal Stool, Ekpu, Western Region, Republic of Ghana and Nana Angate Kpanyinli III (the “**Partner**”).

Pursuant to the Agreement, the Company has agreed to a master deployment agreement and framework for the leasing of certain telehealth equipment and the licensing of related software including the Virtual Care Solutions Model (“**VCSM**”) kiosks from the Company to the Partner for monthly service fees. The VCSM is a proprietary customizable and comprehensive telehealth solution that is currently being developed by the Company and is being designed to integrate a range of physical products, web-based services, and analytical tools, along with access to the Company’s developing network of healthcare providers, pharmacies, and hospitals.

The Company and the Partner agreed to an initial equipment rollout of VCSM kiosks and minimum subscription model pursuant to the Agreement. The Partner anticipates these kiosks will be located at independent locations and other locations throughout the Republic of Ghana. The Agreement provides for an initial 10 VCSM kiosk locations and value of up to approximately US\$2.8 million over the Agreement’s five-year term based on this initial quantity of kiosks. The Agreement also provides for a ramp-up of up to 400 VCSM kiosk locations for a possible value of up to US\$90 million over the Agreement’s five-year term. The delivery of initial VCSM kiosks and any ramp-up of additional kiosk locations are all

subject to the commercialization of the VCSM kiosk by the Company, completion of successful site studies by both parties and other customary conditions. As at the date of the news release, the VCSM remains under development by the Company and has not generated any revenues. There is no guarantee that any service fees will be paid to UniDoc under the Agreement or that the VCSM will generate any revenues at all.

The Company also agreed to provide certain data management and telecommunications services to be used by the Partner to provide in-suite telehealth and related services in its designated facilities. The software and telecommunications services will provide the Partner with access to an authentication service and on-line portal which permits secure, live-streaming videoconferencing and transmission of diagnostic data between on-site patients physically using individual kiosks units and remote healthcare professionals accessing the portal. Medical personnel for the VCSM kiosks will be coordinated by the Partner.

The Company has agreed to install the VCSM kiosks and perform initial functionality tests at locations to be specified by the Partner. The Company has also agreed to provide to the Partner on-site training, follow-up training, troubleshooting, and certain maintenance services and supplies including hardware support, software updates, data analysis (upon request), and annual on-site testing and maintenance. The Partner advises the Company that the initial VCSM kiosks will be located with the intent to serve patients outside Ghana's urban centres.

The Agreement is for an initial period of five years and automatically renews for an additional five years unless terminated upon written notice by either of the parties. The payment of service fees to UniDoc by the Partner under the Agreement commences only upon delivery of the initial VCSM kiosks by UniDoc to the Partner. A news release will follow if initial delivery of VCSM kiosks has been successfully made by the Company to the Partner.

**6. RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102**

Not applicable.

**7. OMITTED INFORMATION**

Not applicable.

**8. EXECUTIVE OFFICER**

Antonio Baldassarre  
Chief Executive Officer  
778-383-6731

**9. DATE OF REPORT**

April 26, 2022