

**2016 ANNUAL SHAREHOLDER MEETING UNANIMOUS CONSENT MINUTES OF ALL DIRECTORS OF SIGNAL  
ADVANCE, INC. PURSUANT TO ARTICLE 9.10(B) OF THE TEXAS BUSINESS CORPORATION ACT AND IN  
ACCORDANCE WITH THE TEXAS BUSINESS ORGANIZATIONS CODE**

**Meeting held on 12 September 2017**

The undersigned, being all of the members of the Board of Directors of Signal Advance, Inc., a Texas corporation, and being entitled to vote upon the resolutions hereinafter set forth as if the same had been submitted at a formal meeting of the Shareholders of said Corporation duly called and held for the purpose of acting upon such resolutions, do hereby consent that the following resolutions are deemed to be adopted to the same extent and to have the same force and effect as if adopted by unanimous vote at a formal meeting of the Board of Directors of the Corporation duly called and held for the purpose of acting upon proposals to adopt such resolutions. The foregoing was based on the receipt of no proxies and no notifications of shareholders plans to attend and vote in person at the annual shareholders' meeting,

The meeting is called to order at 10:00 AM.

Officers/Directors in Attendance: Chris Hymel, Richard Seltzer, Ron Stubbers, Malcolm Skolnick.

Reading of the Minutes of the previous annual shareholders' meeting was waived by majority vote.

Dr. Hymel presided as the Chairman of the Meeting and introduced the directors/officers in attendance.

Dr. Skolnick was appointed Secretary of the Meeting

Dr. Hymel was appointed as Inspector of Elections for the Meeting.

Attestation was made as to the delivery, to the email or mailing addresses of record, commencing on of the following materials relating to this Annual Meeting to stockholders of record of common stock of the Company as of the close of business on the Record Date - incorporated herein by reference.

The following items establishing such notice are to be filed with the Company's corporate records:

- 1) A list of the holders of Common Stock of the Company as of the close of business on the Record Date of August 25, 2017;
- 2) The Company's Proxy Statement and Notification of the 2017 Meeting dated August 25, 2017;
- 3) The Proxy for all holders of record of common stock of the Company as of the close of business on the Record Date;
- 4) Minutes of the 2016 Annual Shareholders' Meeting;
- 5) The Company's Annual Report for the fiscal year ended December 31, 2016;

Dr. Hymel confirmed that a total of 7,435,879 shares of the Company's common stock (representing 51.3% of all issued and outstanding shares) are represented by the Members of the Board of Directors - constituting a quorum (the lack of response by proxy was assumed to be a result of the federal disaster in the area). The meeting was thereby held by telephone.

The Chair announced the four proposals to be determined by the Shareholders by vote.

1. To elect four Directors to serve for the coming year and until their successors are elected;
2. To ratify the selection by Board of Directors of independent auditors for the fiscal year ending Dec. 31, 2017;
3. To ratify all proceedings of the corporation and actions of the Officers since the last shareholders' Meeting;
4. To approve minutes of previous annual shareholders' meeting.

The voting standards for approval of the proposals were listed as follows:

For Proposal Number One, the election of Directors, the four persons receiving the greatest numbers of votes would be elected Directors of the Company.

Proposals 2, 3, and 4 will be adopted if approved by the affirmative vote of a majority of the shares of the Company's stock represented and voting at the Meeting.

The polls were then declared open.

Meeting was opened for discussion of the proposals followed by voting.

Polls closed following discussion and voting.

Dr. Hymel summarized the Company's current state and alternatives for continuing operations, the near and far-term challenges as well as progress made.

- 1) Damage to the Company office as a result of the flooding resulting from Hurricane Harvey was discussed. Damage assessed to date included office equipment/furniture, computer hardware, etc. Due to the President efforts during the flood, the majority of the Company's computer software, data, prototype, business records, etc. were saved. The Company CEO setup temporary operations in his residence home, despite flood damage.
- 2) The European patent was finally issued by the EPO, Selection of the top seven (7) European countries for validation was based on 1) population, per capita income, and consumer/healthcare spending and 2) the limited resources available and the expenses associated with validations and annual renewal fees in the various countries.
- 3) Progress on Neural Training (NT) system development under Biodyne Development, LLC. a majority-owned subsidiary of Signal Advance, was discussed. Intellectual property derived from the development of the Neural Training delivery system is considered suitable for patent protection when resources are available
- 4) Concerns related required capital to execute business plan and current challenges attracting investment funding.
- 5) Potential interest in the Company's public shell and the advantages of a merger or acquisition over sale of the public shell due to the existence of Net Operating Losses (NOL's) totaling nearly \$5.5M, that, at the current 35% corp. tax rate, translates to almost \$2M in corporate tax savings.

Meeting opened again for general questions and comments.

Set forth below are the matters acted upon by the shareholders at the Annual Meeting, and the final voting results of each such proposal.

### **Proposal No. 1 - Election of Directors**

The shareholders elected four directors to serve as directors. The results of the vote were as follows:

	<u>For</u>	<u>Against</u>	<u>Abstain</u>
Chris Hymel	7,435,879	-0-	-0-
Richard Seltzer	7,435,879	-0-	-0-
Ron Stubbers	7,435,879	-0-	-0-
Malcolm Skolnick	7,435,879	-0-	-0-

**Proposal No. 2 - To ratify the appointment of LBB and Associates, Ltd, LLP, if needed, as the Company's independent registered public accountant for fiscal year 2016/2017**

The results of the vote were as follows:

<u>For</u>	<u>Against</u>	<u>Abstain</u>
7,435,879	-0-	-0-

**Proposal No. 3 - To ratify all proceedings of the corporation and actions of the Officers since the last shareholders' Meeting**

The results of the vote were as follows:

<u>For</u>	<u>Against</u>	<u>Abstain</u>
7,435,879	-0-	-0-

**Proposal No. 4 - To approve minutes of previous annual shareholders' meeting**

The results of the vote were as follows:

<u>For</u>	<u>Against</u>	<u>Abstain</u>
7,435,879	-0-	-0-

The shareholder's meeting was adjourned at 10:53 AM.

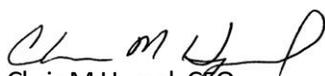
A Meeting of the Board of Directors was called immediately thereafter to appoint officers. The results are as follows:

Dr. Hymel was appointed President/Treasurer and CEO

Dr. Skolnick was appointed Secretary.

Mr. Stubbers was appointed Vice-President

Respectfully submitted

  
Chris M Hymel, CEO

14 September 2017