

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

Item 1. Name and Address

Love Pharma Inc. (the “**Company**”)
1780-355 Burrard Street
Vancouver, BC
V6C 2C8

Item 2. Date of Material Change

June 29, 2022

Item 3. News Release

The news release describing the material change was disseminated on June 29, 2022 through Accesswire and filed on SEDAR.

Item 4. Summary of Material Change

The Company announced it has completed a second closing of its previously announced non-brokered private placement. The Company accepted subscriptions for 50,735,771 units at a price of \$0.011 per unit, for gross proceeds of \$558,093.50. The Company paid \$32,655.48 in cash and issued 2,968,680 broker warrants on the same terms as noted above, to qualified finders.

Proceeds will be used for working capital and to review possible acquisitions.

Item 5. Full Description of Material Change

5.1 *Full Description of Material Change*

The Company announced it has completed a second closing of its previously announced non-brokered private placement. The Company accepted subscriptions for 50,735,771 units at a price of \$0.011 per unit, for gross proceeds of \$558,093.50. Each unit consists of one common share and one common share purchase warrant. Each warrant entitles the holder to purchase one additional common share at \$0.05 for a period of two years from the date of closing, subject to the option of the Company to accelerate the expiry date in the event that its shares trade at \$0.15 or more for 10 consecutive days.

The Company paid \$32,655.48 in cash and issued 2,968,680 broker warrants on the same terms as noted above, to qualified finders. Securities issued pursuant to this tranche are subject to trading restrictions until October 30, 2022.

Proceeds will be used for working capital and to review possible acquisitions.

5.2 *Disclosure for Restructuring Transactions*

Not applicable.

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

Not applicable.

Item 7. Omitted Information

No information has been omitted in respect of this material change.

Item 8. Executive Officer

The following executive officer of the Company is knowledgeable about the material change disclosed in this report and may be contacted as follows:

Zach Stadnyk, CEO and Director
Telephone: 647-980-7541

Item 9. Date of Report

June 30, 2022.