

Form 51-102F3
Material Change Report Under
National Instrument 51-102

1. Name & Address of Company

Sixth Wave Innovations Inc. (the “Company”)
210 Waterfront Drive – Suite 110
Bedford, NS, Canada
B4A 0H3

2. Date of Material Change

September 21, 2020

3. News Release

A news release with respect to the material change referred to in this report was issued through newswire services on September 21, 2020 and was subsequently filed on the system for electronic document analysis and retrieval (SEDAR).

4. Summary of Material Change

The Company closed the second tranche of its previously announced non-brokered private placement (the “Unit Financing”) of equity units (“Units”) in the amount of \$1,150,100.

5. Full Description of Material Change

The Company closed the second tranche of its Unit Financing for aggregate proceeds of \$1,150,100.

Pursuant to the closing of the second tranche of the Unit Financing, the Company issued 3,833,667 Units at a price of 30 cents per Unit. Each Unit consists of one common share and one common share purchase warrant, with each warrant giving the holder the right to purchase one additional common share at an exercise price of 50 cents for a period of 24 months. The Company paid finders' fees in the amount of \$44,037 and issued a total of 146,790 finders' warrants in connection with the closing of the second tranche of the Unit Financing. The finders' warrants give the holder the right to purchase one common share at an exercise price of 30 cents per share for a period of 24 months after closing.

The issuance of the Units was completed on a private placement basis/prospectus-exempt basis, as applicable, such that any issuance is exempt from any applicable prospectus and securities registration requirements.

Pursuant to National Instrument 45-102 -- Resale of Securities, all of the Units (and the underlying common shares to be issued upon exercise of the warrants) issued pursuant to the Unit Financing are subject to a four-month hold period. Additional hold periods and/or trading or resale restrictions may also apply in the United States.

The Company intends to use the net proceeds of the Unit Financing for the deployment of its Affinity cannabis purification units as well as for research into its AMIPs virus detection technology.

The closing of the second tranche of the Unit Financing, as well as the issuance of the Units pursuant thereto, is subject to the final acceptance of the Canadian Securities Exchange. At its discretion, the Company may complete additional tranches of the Unit Financing in the near future. The Company will make further announcements on the closing of any such additional tranches, if applicable.

6. Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable

7. Omitted Information

Not applicable

8. Senior Officer

John Veltheer
Chief Financial Officer
Telephone: (604) 562-6915
Email: john@veltheer.com

DATED at Bedford, Nova Scotia this 25th day of September, 2020

SIXTH WAVE INNOVATIONS INC.

By:(signed) "Peter Manuel"
Director