

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Leviathan Natural Products Inc. (the “**Issuer**” or “**Leviathan**”)
625 Cochrane Drive
Suite 802
Markham, ON
L3R 9R9

Item 2 Date of Material Change

August 31, 2022

Item 3 News Release

The news release attached hereto as Schedule “A” announcing the material change described herein was disseminated on August 31, 2022 and filed on SEDAR.

Item 4 Summary of Material Change

Leviathan announced that it has completed the sale of its 100% interest in Woodstock Biomed Inc., and the appointment of Linda Marabeti Romano as Leviathan’s new Chief Financial Officer.

Item 5 Full Description of Material Change

Please see the news release attached as Schedule “A” for a full description of the material change.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

The Issuer is not relying on sub-section 7.1 (2) of National Instrument 51-102 or the equivalent provisions of the securities legislation in other jurisdictions governing the Issuer for the filing of this report.

Item 7 Omitted Information

No information has been omitted from this report on the basis that is confidential information.

Item 8 Executive Officer

For further information, please contact Tanvi Bhandari, Chief Executive Officer, at tel: 717.888.8889 email: info@leviathan-naturals.com.

Item 9 Date of Report

Dated at Toronto, Ontario this 1st day of September, 2022.

SCHEDULE "A"

LEVIATHAN COMPLETES SALE OF WOODSTOCK BIOMED & ANNOUNCES THE APPOINTMENT OF LINDA MARABETI ROMANO AS NEW CFO

TORONTO, ONTARIO – (Newsfile Corp. – August 31, 2022) – Leviathan Natural Products Inc. (CSE: EPIC; OTCQB: LVCNF; FRA: IQ7) (the “**Company**” or “**Leviathan**”) announces that it has completed the sale of its 100% interest in Woodstock Biomed Inc. (“**Woodstock Biomed**”) for total consideration of \$5,000,000 (the “**Woodstock Sale**”). The proceeds from the Woodstock Sale are intended to be used for general corporate purposes and working capital needs.

Further, Leviathan is pleased to announce that the Board has appointed Linda Marabeti Romano as Chief Financial Officer. Ms. Marabeti Romano replaces Manish Z. Kshatriya, who has been serving as the Company’s Chief Financial Officer since March 7, 2022, effective immediately.

Linda Marabeti Romano brings 20 years of work experience in corporate accounting, finance, tax, audit and assurance.

About Leviathan Natural Products Inc.

Leviathan Natural Products Inc. is a multidimensional cannabis company focused on its retail customers and technology to democratize cannabis markets.

For more information, please contact:

Lucas Leone
Director
Leviathan Natural Products Inc.
Tel: (717) – 888 - 8889
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CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS:

Certain information in this press release constitutes forward-looking statements under applicable securities laws. Any statements that are contained in this news release that are not statements of historical fact may be deemed to be forward-looking statements. Forward-looking statements are often identified by terms such as "may", "should", "anticipate", "expect", "potential", "believe", "intend" or negatives of these terms and similar expressions.

Forward-looking statements are based on certain assumptions, including successful application to be a licensed cannabis producer and seller, expected growth, results from operations, performance,

industry trends and growth opportunities. While Leviathan considers these assumptions to be reasonable, based on information currently available, they are inherently subject to significant business, economic and competitive uncertainties and contingencies and they may prove to be incorrect. Readers are cautioned not to place undue reliance on forward-looking statements.

Forward-looking statements also necessarily involve known and unknown risks, including without limitation, risks associated with general economic conditions, adverse industry events, marketing costs, loss of markets, future legislative and regulatory developments, the inability to access sufficient capital on favorable terms, the medical and recreational cannabis industry in Canada in general, income tax and regulatory matters, the ability of Leviathan to execute its business strategies, competition, crop failure, currency and interest rate fluctuations and other risks.

Readers are cautioned that the foregoing is not exhaustive. Readers are further cautioned not to place undue reliance on forward-looking statements as there can be no assurance that the plans, intentions or expectations upon which they are placed will occur. Such information, although considered reasonable by management at the time of preparation, may prove to be incorrect and actual results may differ from those anticipated. Forward-looking statements are not guarantees of future performance. Except as required by law, Leviathan disclaims any obligation to update or revise any forward-looking statements, whether as a result of new information, events or otherwise. Forward-looking statements contained in this news release are expressly qualified by this cautionary statement.

Source: Leviathan Natural Products Inc.

Neither the Canadian Securities Exchange nor its Market Regulator (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release.