

FORM 51 – 102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

Pascal Bioscience Inc.
Suite 1780 – 400 Burrard Street
Vancouver, BC V6C 3A6

2. Date of Material Change

July 4, 2019

3. News Release

A news release dated July 4, 2019 was disseminated through Marketwired and was filed via SEDAR the same day.

4. Summary of the Material Change

Acting President of Pascal Biosciences Steps Down

5. Full Description of the Material Change

News Release dated July 4, 2019 – See Schedule “A”

6. Reliance on subsection 7.1(2) or (3) of National Instrument 51 – 102

N/A

7. Omitted Information

N/A

8. Executive Officer

Judi Dalling, CFO and Corporate Secretary
Phone: (604) 880-7250

9. Date of Report

July 12, 2019

Schedule "A"
to the Material Change Report dated July 12, 2019



Acting President of Pascal Biosciences Steps Down

VANCOUVER, BRITISH COLUMBIA, and SEATTLE, WASHINGTON, July 4, 2019 – Pascal Biosciences Inc. (**TSX.V:PAS**) ("Pascal" or the "Company"), a drug discovery and development company, announces that Carl Weissman, acting President, has stepped down, effective immediately. The Company wishes him well in his future endeavours.

About Pascal Biosciences Inc.

Pascal Biosciences is a biotechnology company focused on advancing innovative approaches for the treatment of cancer including cannabinoid-based therapeutics and targeted therapies. The company's leading portfolio comprises a small molecule therapeutic, PAS-403, that is advancing into clinical trials for the treatment of glioblastoma, and PAS-393, an immuno-stimulatory cannabinoid to be used in combination with checkpoint inhibitor therapy. In addition, Pascal Biosciences is developing a B-cell targeted antibody for acute lymphoblastic leukemia. For more information, visit www.pascalbiosciences.com.

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arrangements and their timing. Specifically, certain risks and uncertainties that could cause such actual events or results expressed or implied by such forward-looking statements and information to differ materially from any future events or results expressed or implied by such statements and information include, but are not limited to, the risks and uncertainties that: products that we develop may not succeed in preclinical or clinical trials, or future products in our targeted corporate objectives; our future operating results are uncertain and likely to fluctuate; we may not be able to raise additional capital; we may not be successful in establishing additional corporate collaborations or licensing arrangements; we may not be able to establish marketing and the costs of launching our products may be greater than anticipated; we have no experience in commercial manufacturing; we may face unknown risks related to intellectual property matters; we face increased competition from pharmaceutical and biotechnology companies; and other factors as described in detail in our filings with the Canadian securities regulatory authorities at www.sedar.com. Given these risks and uncertainties, you are cautioned not to place undue reliance on such forward-looking statements and information, which are qualified in their entirety by this cautionary statement. All forward-looking statements and information made herein are based on our current expectations and we undertake no obligation to revise or update such forward-looking statements and information to reflect subsequent events or circumstances, except as required by law.

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