

**Form 51-102F3**

**Material Change Report**

**Item 1 Name and Address of Company**

Network Life Sciences Inc. (the "Company") (formerly, Network Oncology Inc.).  
815 Hornby Street, Suite 605, Vancouver, B.C. V6Z 2E6

**Item 2 Date of Material Change**

September 19, 2016

**Item 3 News Release**

A news release was issued and disseminated through thenewswire.com on September 22, 2016 and filed on SEDAR ([www.sedar.com](http://www.sedar.com)). A copy of the news release is attached as Schedule "A" hereto.

**Item 4 Summary of Material Change**

The Company announced that it has issued 2,032,570 units for aggregate proceeds of \$406,514 as part of its current private placement of up to ten (10) million units (the "Units") at a price of \$0.20 per Unit to raise gross proceeds of up to \$2,000,000. Each Unit issued consists of one common share of the Company and one transferable common share purchase warrant (each a "Warrant"). Each Warrant is exercisable to acquire one additional common share for a period of twelve (12) months at an exercise price of \$0.40, provided that if the closing price of the Company's shares on any stock exchange or quotation system on which the shares are then listed or quoted is equal to or greater than \$0.60 for a period of 10 consecutive trading days, the Company will have the right to accelerate the expiry of the warrants by giving notice to the holders of the warrants that the warrants will expire at 4:30 p.m. (Vancouver time) on a date that is not less than 10 business days from the date notice is given.

The Company paid finder's fees to qualified finders comprised of cash in the amount \$26,390 and issued 131,950 brokers warrants on identical terms to those in the offering. The common shares and warrants acquired by the subscribers are subject to a hold period of four months and a day from the date of issue.

**Item 5 Full Description of Material Change**

See the press release attached hereto as Schedule "A".

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

Not applicable.

**Item 7 Omitted Information**

Not applicable.

**Item 8 Executive Officer**

The following senior officer of the Company is knowledgeable about the material change and this report:

Bill D. Thomas, CFO  
Telephone : (604) 649-5245 or [admin@networkoncology.com](mailto:admin@networkoncology.com)

**Item 9 Date of Report**

September 22, 2016

## Schedule "A"

### Network Life Sciences Inc. Announces First Closing of Private Placement

Vancouver, B.C., **September 22, 2016** – **Network Life Sciences Inc. (CSE-NOI)**, ("Network", "the Company") announces that it has issued 2,032,570 units for aggregate proceeds of \$406,514 as part of its current private placement of up to ten (10) million units (the "Units") at a price of \$0.20 per Unit to raise gross proceeds of up to \$2,000,000. Each Unit issued consists of one common share of the Company and one transferable common share purchase warrant (each a "Warrant"). Each Warrant is exercisable to acquire one additional common share for a period of twelve (12) months at an exercise price of \$0.40, provided that if the closing price of the Company's shares on any stock exchange or quotation system on which the shares are then listed or quoted is equal to or greater than \$0.60 for a period of 10 consecutive trading days, the Company will have the right to accelerate the expiry of the warrants by giving notice to the holders of the warrants that the warrants will expire at 4:30 p.m. (Vancouver time) on a date that is not less than 10 business days from the date notice is given. The Company paid finder's fees to qualified finders comprised of cash in the amount \$26,390 and issued 131,950 brokers warrants on identical terms to those in the offering. The common shares and warrants acquired by the subscribers are subject to a hold period of four months and a day from the date of issue.

On August 5, 2016, the Company entered into a letter of intent to acquire two private companies (the "Acquisitions") that will see the business of the Company change to developing interactive broadcast and live video platforms with a goal of building next generation video and TV networks for sports and eSports. Next generation video and TV networks provide users with broadcast TV, live streaming, augmented reality, fantasy sports, and highly interactive social media for mobile engaged viewers. The Company intends to use the proceeds from this financing to pay down debt, for general working capital, and to finance the Acquisitions.

**About Network Life Sciences Inc.:** Network had acquired a portfolio of oncology generic products for the European markets.. The Company has recently determined that the business of the Company will change to developing interactive broadcast and live video platforms with a goal of building next generation video and TV networks for sports and eSports.

#### **Further Information**

Further details are available under the Company's profile on SEDAR at [www.sedar.com](http://www.sedar.com), and the Company's profile on the CSE's website at [www.cnsx.ca](http://www.cnsx.ca).

For further information please contact:

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E-mail: [info@networklifesciencesinc.com](mailto:info@networklifesciencesinc.com) , Website: [www.networklifesciencesinc.com](http://www.networklifesciencesinc.com)

Canadian Securities Exchange (CSE): Symbol NOI, Deutsche Boerse Xetra - Frankfurt Stock Exchange: Symbol 2NY1; WKN#: A14VRA

**Forward-Looking Information:** This press release may include forward-looking information within the meaning of Canadian securities legislation, concerning the business of the Company. Forward-looking information is based on certain key expectations and assumptions made by the management of the Company including future plans for the acquisition of two companies in a new business field and the raising of additional capital. Although the Company believes that the expectations and assumptions on which such forward-looking information is based are reasonable, undue reliance should not be placed on the forward-looking information because the Company can give no assurance that they will prove to be correct. Forward-looking statements contained in this press release are made as of the date of this press release and the Company disclaims any intent or obligation to update publicly any forward-looking information, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws.

Forward-looking statements are often identified by terms such as "will", "may", "should", "anticipate", "expects" and similar expressions. All statements other than statements of historical fact, included in this release are forward-looking statements that involve risks and uncertainties. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. Important factors that could cause actual results to differ materially from the Company's expectations include the failure to satisfy the conditions of the Canadian Securities Exchange, consumer sentiment towards the Company's products, competition, failure to raise additional capital and failure of counterparties to perform their contractual obligations. Therefore, the Company cannot provide any assurance that such forward-looking statements will materialize, including the Consolidation.

The reader is cautioned that assumptions used in the preparation of any forward-looking information may prove to be incorrect. Events or circumstances may cause actual results to differ materially from those predicted, as a result of numerous known and unknown risks, uncertainties, and other factors, many of which are beyond the control of the Company. The reader is cautioned not to place undue reliance on any forward-looking information. Forward-looking statements contained in this news release are expressly qualified by this cautionary statement.