

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

- Item 1. Name and Address of Reporting Issuer
- Mydecine Innovations Group Inc. (the “**Company**”)
Suite 810 - 789 West Pender Street
Vancouver, BC V6C 1H2
- Item 2. Date of Material Change
- June 17, 2020
- Item 3. News Release
- A news release was disseminated on June 17, 2020 through PR Newswire and subsequently filed on SEDAR.
- Item 4. Summary of Material Changes
- Mydecine Innovations Group signs definitive agreement to acquire Mindleap Health's advanced digital telehealth platform
- Item 5. Full Description of Material Change
- See attached news release for full description of Material Change.
- 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
- For further information, please contact:
Joshua Bartch
Chief Executive Officer
604-687-2038
jbartch@mydecineinc.com
- Item 9. Date of Report
- August 28, 2020

Mydecine Innovations Group Signs Definitive Agreement to Acquire Mindleap Health's Advanced Digital Telehealth Platform

Vancouver, BC, June 17, 2020 – Mydecine Innovations Group Inc. (formerly New Leaf Brands Inc.) (CNSX: MYCO) (OTCMKTS: MYCOF) (FSE: ONF) (“Mydecine” or the “Company”) is pleased to announce that it has signed a definitive share exchange agreement with Mindleap Health Inc. (“Mindleap”) for the acquisition of a 100% interest in Mindleap’s Digital Telehealth Platform focused on the emerging psychedelics industry.

Pursuant to the share exchange agreement, Mydecine will acquire 100% of the issued and outstanding shares of Mindleap in exchange for: (i) 6,363,636 common shares in the capital of the Company, and (ii) the binding commitment to advance CAD \$500,000 in working capital to Mindleap upon closing of the transaction and an additional CAD \$500,000 on or before September 1, 2020. Certain principals of Mindleap will be subject to resale restrictions on the sale of the Mydecine shares for the periods ending 4, 12, 18, and 24 months from closing.

Mental Health has been a big issue and is a major focus for the Mydecine Group of companies. Currently the World Health Organization estimates that there are more than [450 million people](#) suffer from mental health disorders worldwide placing mental disorders among the leading causes of ill-health and disability worldwide. The US has the highest prevalence of mental health disorders in the world with [27 percent of adults](#), yet only [41 percent](#) of the people who had a mental disorder in the past year received professional health care or other mental health services due to convenience and cost associated.

Mydecine Director and CEO, Josh Bartch, stated: “This acquisition brings Mydecine an elite team drawn from tech, mental health, and science, paired with innovative technology with a strong USP and large addressable market. The scalability of the platform means high potential return on investment especially given Mindleap’s 1st mover advantage in the rapidly emerging psychedelic medicine sector.”

Mindleap is focused on making a considerable difference in people’s lives by improving access to mental health services and providing more personalized and effective treatments utilizing the latest technology. The Mindleap Platform upon launch will provide:

- Convenient and more affordable access to mental health services
- Psychedelic aftercare, addiction, and holistic wellness services
- On Demand access to mental health programs
- Automated appointment booking and international payments
- Secure and confidential video sessions
- Critical tools for improved outcomes and personalized care
- Easy to use software with fast learning curve for specialists
- Secured encrypted system that is HIPAA and GDPR compliant
- High engagement features and gamification that improve user experience

The team of mental health professionals that led the product design at Mindleap comprise of four PHD’s including leading neuroscientists, psychotherapists, and clinical psychologists. Mindleap’s CTO Simon

Abou-Antoun has 10+ years of technical leadership, managing large projects and developing custom solutions for companies including Amazon, Scotia Bank and Fiat Chrysler. Simon commented: “We have gathered a strong team with different sets of skills ranging from software developers, UX/UI designers and IOS and Android experts. Our full stack, frontend, backend, Cloud and QA specialists are currently focused on ensuring all requirements are met so we can launch Mindleap by the end of summer.”

Mindleap’s founder and CEO Nikolai Vassev brings a unique skillset to the company as he has proven experience driving top line software licensing and SAAS revenue into some of the largest organizations in the world. During his career he has sold millions of dollars worth of cybersecurity and data analytics solutions and understands the intricacies of successfully implementing software solutions that are bringing value to customers, partners, and end users. Nikolai will be representing Mindleap and Mydecine at the “Investing in Psychedelics” event put together by the Canadian Securities Exchange, and CFN Media along with other industry executives and experts. You can register to attend for free [here](#) and can tune in on June 17 starting at 12:00pm PDT.

Nikolai Vassev, Mindleap Founder and CEO commented: “The intense anxiety and fear that many people are feeling has led to social instabilities as the virus crisis and economic collapse continues to worsen and compound already existing problems. Mindleap’s platform is set to launch in a few short months and will provide much needed support to those people suffering from depression, addiction and other mental health issues.”

Mindleap is currently accepting applications from mental health providers. If you are interested in applying to be a specialist or getting on the wait list to use the platform, you can sign up here: <https://mindleap.health/contact>

About Mydecine Innovations Group

Mydecine Innovation’s Group is a life sciences company focused on the development and commercialization of products and services that contribute to improving overall health and wellbeing. Our mission is to create a healthier world through advanced technologies, natural products, and psychedelic derived medicines. We own a group of trailblazing companies that are focused on helping millions of people live better lives and our portfolio includes:

- Cannabis & Fungi Based Products
- Mycology Research & Development
- Disruptive Technology
- Therapeutic Treatment Facilities
- Large-Scale Distribution
- Psychedelic-Derived Medicines

About Mindleap Health

Mindleap is developing an advanced digital health platform that will provide support for people that are looking to achieve personal transformations and overcome mental health challenges. Mindleap is the

only digital health platform that combines telehealth with mood, emotion, and habit tracking. This is a paradigm shift to conventional mental health as Mindleap personalized support and users have the tools needed to track their progress and take control of their mental health.

[Learn about Mindleap Health](#)

[Learn about The Past and Future of Psychedelics as a Medicine](#)