

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

ITEM 1. NAME AND ADDRESS OF COMPANY

Mydecine Innovations Group Inc. (the “Company”)
#810 – 789 West Pender Street
Vancouver, BC V6C 1H2

ITEM 2. DATE OF MATERIAL CHANGE

September 28, 2020

ITEM 3. NEWS RELEASE

The news release was disseminated through the facilities of Stockwatch on September 28, 2020 and subsequently filed on SEDAR.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company announced the issuance of share purchase warrants.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

The Company announced that it has issued an aggregate 35,737,460 share purchase warrants of the Company (the “Warrants”) to certain shareholders who have agreed to extend the resale restrictions on their common shares for an additional 120 days as previously announced on September 3, 2020. The Warrants were issued to the shareholders in consideration for entering into their lock-up agreements.

Every four (4) Warrants will entitle the holder thereof to purchase one common share of the Company (each, a “Warrant Share”) at a price of \$0.30 per Warrant Share until September 28, 2021.

ITEM 6. RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102

Not Applicable.

ITEM 7. OMITTED INFORMATION

There are no significant facts required to be disclosed herein which have been omitted.

ITEM 8. EXECUTIVE OFFICER

Contact: David Joshua Bartch, CEO
Telephone: (604) 687-2038

ITEM 9. DATE OF REPORT

September 29, 2020