

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

LeenLife Pharma International Inc. (the “**Company**”)
Suite 380 - 580 Hornby Street
Vancouver, British Columbia V6C 3B6

Item 2: Date of Material Change

February 21, 2017

Item 3: News Release

A news release announcing the material change was issued and disseminated on February 21, 2017 and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Change

The Company has closed the third and final tranche (the “**Final Tranche**”) of a non-brokered private placement offering of Units (as defined below) previously announced on December 14, 2016 and January 6, 2017 (the “**Private Placements**”). The closing of the Final Tranche resulted in gross proceeds to the Company of \$473,000 from the sale of 4,730,000 units of the Company (the “**Units**”). In total under the Private Placements, the Company issued 14,515,000 Units for aggregate gross proceeds of \$1,451,500.

Each Unit was sold at a price of \$0.10 and consists of one common share of the Company (each, a “**Common Share**”), and one common share purchase warrant (each a “**Warrant**”). Each Warrant is exercisable into one Common Share at a price of \$0.15 per Common Share for a period of two years from the date of issuance.

Item 5.1: Full Description of Material Change

See news release attached as Schedule “A”.

Item 5.2: Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7: Omitted Information

No information has been omitted.

Item 8: Executive Officer

For further information, please contact
Stan Lis, CEO
Telephone at 604 764-0518

Item 9: Date of Report

February 22, 2017

Schedule "A"

LeenLife Pharma International Inc.

Suite 380 - 580 Hornby Street
Vancouver, B.C., V6C 3B6



NEWS RELEASE

LeenLife Pharma International Closes Final Tranche of Private Placement

February 21, 2017

CSE - LLP

Vancouver, B.C. – LeenLife Pharma International Inc. (the "**Company**") is pleased to announce that it has closed the final tranche (the "**Final Tranche**") of a non-brokered private placement offering of Units (as defined below) previously announced on December 14, 2016 and January 6, 2017 (the "**Private Placements**").

The closing of the Final Tranche resulted in gross proceeds to the Company of \$473,000 from the sale of 4,730,000 units of the Company (the "**Units**"). The proceeds realized from the Final Tranche will be used for general corporate and working capital purposes.

Each Unit was sold at a price of \$0.10 and consists of one common share of the Company (each, a "**Common Share**"), and one common share purchase warrant (each a "**Warrant**"). Each Warrant will be exercisable into one Common Share at a price of \$0.15 per Common Share for a period of two (2) years from closing of the Final Tranche.

In total under the Private Placements, the Company issued 14,515,000 Units for aggregate gross proceeds of \$1,451,500. Certain registered brokers were paid a cash fee equal to 9% of the gross proceeds they raised under the first and second tranches of the Private Placements. All securities issued under the Final Tranche are subject to a statutory hold period of four months and one day from the distribution date.

About LeenLife

LeenLife has acquired a proprietary process to isolate omega-3 fatty acids from flax seeds. LeenLife products have been developed and researched for over 17 years. For additional information see our website at <http://leenlifepharma.com>.

For more information, please contact:

Stan Lis, CEO

Tel: 604 764-0518

E-mail: slis@leenlifepharma.com

FORWARD LOOKING STATEMENTS

Certain statements included in this press release constitute forward-looking information or statements (collectively, "forward-looking statements"), including those identified by the expressions "anticipate", "believe", "plan", "estimate", "expect", "intend", "may", "should" and similar expressions to the extent they relate to the Company or its management. The forward-looking statements are not historical facts but reflect current expectations regarding future results or events. These forward-looking statements are based on current expectations and various estimates, factors and assumptions and involve known and unknown risks, uncertainties and other factors.

Readers should not place undue reliance on the Company's forward-looking statements, as the Company's actual results, performance or achievements may differ materially from any future results, performance or achievements expressed or implied by such forward-looking statements if known or unknown risks, uncertainties or other factors affect the Company's business, or if the Company's estimates or assumptions prove inaccurate. Therefore, the Company cannot provide any assurance that such forward-looking statements will materialize. Factors that could cause actual results to differ materially from those in forward looking statements include, the timing and receipt of government and regulatory approvals, and continued availability of capital and financing and general economic, market or business conditions, loss of key directors, employees, and consultants and fees charged by service providers. The forward-looking statements included in this news release are made as of the date hereof and the Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as expressly required by applicable securities laws.