

**Form 51-102F3
Material Change Report**

Item 1 Name and Address of Company

LeanLife Health Inc. (the "Company")
Suite 380 – 580 Hornby Street
Vancouver, BC, V6C 3B6

Item 2 Date of Material Change

September 13, 2022

Item 3 News Release

A news releases was issued and disseminated on September 13, 2022 and filed on SEDAR (www.sedar.com) and the CSE.

Item 4 Summary of Material Change

The Company has been issued a general "failure to file" cease trade order as a result of being unable to file its audited annual financial statements for the year ended March 31, 2022 and its first quarter financial statements for the period ended June 30, 2022.

Item 5 Full Description of Material Change

See attached news release at 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:

Stan Lis, Director
Phone: 778-688-1799

Item 9 Date of Report

September 15, 2022



LEANLIFE PROVIDES UPDATE ON STATUS OF CEASE TRADE ORDER

VANCOUVER, BRITISH COLUMBIA, September 13, 2022: **LeanLife Health Inc CSE: LLP; FSE: LL1** (the "**Company**" or "**LeanLife**") wishes to update its shareholders on the status of the Cease trade order. On August 5, 2022 the British Columbia Securities Commission (the "BCSC"), the Alberta Securities Commission (the "ASC") and the Ontario Securities Commission (the "BCSC") (on behalf of the applicable Canadian securities regulatory authorities) have issued a general "failure to file" cease trade order pursuant to National Policy 11-207 – Failure to File Cease Trade Orders and Revocations in Multiple Jurisdictions (the "**CTO**") in respect of the securities of the Company as a result of Leanlife being unable to file its audited annual financial statements for the year ended March 31, 2022, the related management's discussion and analysis and CEO and CFO certifications (collectively, the "Annual Filings") by the prescribed deadline of July 29, 2022. The Company has also failed to file its first Quarter Financial Statements, management's discussion and analysis and CEO and CFO certifications (collectively, the "Interim Filings") for the period ended June 30, 2022. The prescribed date for filing the Interim Filings was August 29, 2022.

The **CTO** prohibits the trading by any person of any securities of the Company in each jurisdiction in Canada in which the Company is a reporting issuer, including trades in the Company's common shares made through the Canadian Securities Exchange, for as long as the CTO remains in effect; however, the CTO provides an exception for beneficial securityholders of the Company who are not currently (and who were not as of August 5, 2022) insiders or control persons of the Company and who sell securities of the Company acquired before August 5, 2022 if both of the following criteria are met: (i) the sale is made through a "foreign organized regulated market", as defined in section 1.1 of the Universal Market Integrity Rules of the Investment Industry Regulatory Organization of Canada and (ii) the sale is made through an investment dealer registered in a jurisdiction of Canada in accordance with applicable securities legislation. The CTO will remain in place until such time as the Annual Filings and Interim Filings are filed by the Company. The Company is working to remedy its filing default and have the CTO lifted in a timely manner and will continue to update shareholders on the matter.

The Company confirms as of the date of this news release that there is no insolvency proceeding against it and there is no other material information concerning the affairs of the Company that has not been generally disclosed.

About LeanLife Health Inc.

LeanLife Health Inc. was born from a desire to offer high-quality omega-3 plant-based oils to the world. Evidence of over 50 years supports the numerous health benefits of flaxseed omega-3 alpha-linolenic acid. LeanLife Health recognized that over 50% of North Americans do not consume enough omega-3 fats and eat far too many omega-6 fats. Our omega-3 flaxseed formulation is stable for 2 years which will allow more food companies to add the oil to their products and more consumers to meet their nutritional needs. Proprietary methods initially developed at a Polish University in 2007 have been continuously improved upon to result in the most nutritionally stable plant-based omega-3 oils that are on the market today.

New initiatives have driven our team to incorporate more products to diversify our offerings and enrich shareholder value. We are excited to be rolling out the Mike Tyson-endorsed Iron Energy Drinks into the soft drink market across the United States in 2021. LeanLife Health Inc. is confident this strategy will propel us forward with positive gains in the foreseeable future.

The Company has engaged a team with global expertise in omega-3 science and production, energy drink sales, and direct-to-consumer marketing. Our professionals are working to ensure our omega-3 flaxseed oil is the healthiest, most stable, and the most convenient available today. In addition, our team is working diligently to launch Amazon and convenience store sales of Iron Energy Drinks (endorsed by Mike Tyson) across the United States.

For more information, please contact:

Anis Barakat, CEO
(416) 669-4303
anis@leanlifehealth.com

**For more information, visit our website at <https://www.leanlifehealth.com/>
or contact:**

Anis Barakat, CEO
(416) 669-4303
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Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this news release.

Cautionary Note Regarding Forward-Looking Statements

This release contains certain "forward looking statements" and certain "forward-looking information" as defined under applicable Canadian securities laws. Forward-looking statements and information can generally be identified by the use of forward-looking terminology such as "may", "will", "expect", "intend", "estimate", "upon", "anticipate", "believe", "continue", "plans" or similar terminology. Forward-looking statements and information include, but are not limited to, statements with respect to the profitability and anticipated sales, product expansion or potential Amazon orders.