

**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

**Item 1 Name and Address of Company**

ORTHO REGENERATIVE TECHNOLOGIES INC.

**Item 2 Date of Material Change**

January 8, 2018

**Item 3 News Release**

Ortho Regenerative Technologies Inc. ("Ortho RTI" or the "Corporation") issued a press release on January 8, 2018 in Kirkland, Quebec, Canada that was disseminated by Canada Newswire. A copy of the news release is attached hereto as Schedule A".

**Item 4 Summary of Material Change**

Ortho RTI today announced that Ms. Sharon M. Ludlow was appointed to the Board of Directors following the resignation of Ms. Laurence Rulleau.

**Item 5 Full Description of Material Change**

For a full description of the material change, see the press release attached 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**

Guy Paul Allard  
VP Legal and Corporate Secretary  
[allard@orthorti.com](mailto:allard@orthorti.com) or Telephone: 514-693-8832

**Item 9 Date of Report**

January 8, 2018

**SCHEDULE A**  
**PRESS RELEASE**

**Ortho RTi Announces Changes to its Board of Directors**

**Kirkland, QC, January 8, 2018** – Ortho Regenerative Technologies Inc. (CSE: ORTH.CN) (“**Ortho RTi**” or the “**Corporation**”), an emerging Orthopaedic and Sports Medicine Technology company, today announced the appointment of Sharon M. Ludlow, CPA, CA, ICD.D to its Board of Directors. Ms. Ludlow has an accomplished history of executive management success in the Life & Health and Property & Casualty insurance industries. She currently serves as Head, Insurance Investment Strategy for OMERS, the pension plan for Ontario municipal employees. With \$85 billion in assets, OMERS is one of Canada’s largest pension plans. Previously, Ms. Ludlow held senior executive roles with Aviva Insurance Company of Canada, Swiss Re Canada, Liberty International Underwriters Canada, Canada Life Financial and Kanetix. Among her many accomplishments, she played a key role in Canada Life’s demutualization and IPO and helped launch Canada’s first online insurance market place while working with Kanetix.

Ms. Ludlow is a Chartered Professional Accountant, a Chartered Accountant, a holder of the Institute of Corporate Directors Director designation and holds a Fellow, Life Management Institute designation. She has extensive Board experience, serving as a Director of companies, industry associations and non-profit organizations. Currently, Ms. Ludlow is a Director of Green Shield Canada. Previously, she has been a Director of the Insurance Bureau of Canada, the Canadian Life & Health Insurance Association the Institute for Catastrophic Loss Reduction, the Canadian Life & Health Insurance Association, and the Reinsurance Research Council.

Ms. Ludlow was named one of Canada's Top 100 Most Powerful Women by Women’s Executive Network in 2013, and one of the Top 50 Women in the insurance industry globally by *Reactions* magazine in 2014.

"We are fortunate to have a C-suite executive of Sharon’s calibre join our team," said the Corporation's Executive Chairman and CEO, Dr. Brent Norton. "She brings a tremendous wealth of managerial and governance experience, and has a proven track record of success in both start-up and large-scale established private and publicly traded organizations."

Ms. Ludlow succeeds Laurence Rulleau, who has resigned from the Board.

"On behalf of the Board and staff of Ortho RTi, I would like to take this opportunity to thank Laurence for her many contributions to the Corporation. She was very instrumental in our evolution and we are grateful for her continued guidance and support," added Dr. Norton.

In connection with Ms. Ludlow’s appointment to Ortho RTi’s Board, and pursuant the Corporation’s stock option plan, the Board of Directors of the Corporation has granted Ms. Ludlow 100,000 stock options (the "Options"), exercisable at \$0.55 per share, vesting 25% per year.

**About Ortho Regenerative Technologies Inc.**

Ortho RTi is an emerging Orthopaedic and Sports Medicine technology company dedicated to the development of novel therapeutic tissue repair devices to dramatically improve the success rate of sports medicine surgeries. Our proprietary biopolymer has been specifically designed to increase the healing rates of sports related injuries to ligaments, tendons and cartilage. The polymer can be directly placed into the site of injury by a surgeon during a routine operative procedure without significantly extending the time of the surgery and without further intervention. Visit us on the internet at [www.orthorti.com](http://www.orthorti.com).

## **Forward-Looking Statements**

*This news release may contain certain forward-looking statements regarding the Corporation's expectations for future events. Such expectations are based on certain assumptions that are founded on currently available information. If these assumptions prove incorrect, actual results may differ materially from those contemplated by the forward-looking statements contained in this press release. Factors that could cause actual results to differ include, amongst others, uncertainty as to the final result and other risks. The Corporation disclaims any intention or obligation to publicly update or revise any forward- looking statements, whether as a result of new information, future events or otherwise, other than as required by security laws.*

For further Information, please contact:

Stephen Kilmer

Investor & Media Relations

647.872.4849

[kilmer@orthorti.com](mailto:kilmer@orthorti.com)