

Form 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

ChitogenX Inc. (the "Corporation")
16667, Hymus Boulevard
Kirkland, QC H9H 4R9

Item 2. Date of Material Change

April 14, 2023

Item 3. News Release

A news release was disseminated on April 14, 2023 via CNW and filed on SEDAR. A copy of the news release is attached hereto as Schedule "A".

Item 4. Summary of Material Change

ChitogenX announces a change of auditors.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

Ernst & Young LLP resigned as auditor of the Corporation and Guimond Lavallée, Chartered Professional Accountants Corporation was appointed as successor auditor of the Corporation, effective as of April 14, 2023.

Please refer to Schedule "A" for further details.

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

None.

Item 8. Executive Officers

The following senior officer of the Company is knowledgeable about the material change and this Material Change Report and may be contacted:

Luc Mainville, Senior VP & CFO
Telephone: 514-693-8854
Email: mainville@chitogenx.com

Item 9. Date of Report

April 14, 2023

SCHEDULE A

CHITOGENX ANNOUNCES CHANGE OF AUDITORS

Montreal, QC, April 14, 2023 – ChitogenX Inc. (CSE: **CHGX**, OTCQB: **CHNXF**) ("**ChitogenX**" or the "**Company**"), a clinical-stage orthobiologics company focused on the development of novel soft tissue repair regenerative technologies, today announced a change of auditor from Ernst&Young LLP (the "Predecessor Auditor") to Guimond Lavallée, Chartered Professional Accountants Corporation (the "Successor Auditor").

At the request of the Company, the Predecessor Auditor resigned effective April 14, 2023. The Board of Directors of the Company, on the recommendation of the Company's Audit Committee, approved the appointment of the Successor Auditor to replace the Predecessor Auditor, effective April 14, 2023.

There were no reservations or modified opinions in the Predecessor Auditor's audit report for the fiscal year ended January 31, 2022 or any subsequent period and there is no "reportable event" as such term is defined in Part 4.11 of National Instrument 51-102- Continuous Disclosure Obligations ("NI 51-102").

The Company has filed the change of auditor reporting package on SEDAR in accordance with NI 51-102 today.

About ChitogenX Inc.

ChitogenX Inc. is a clinical stage regenerative medicine company dedicated to the development of novel therapeutic tissue repair technologies to improve tissue healing. The Company is committed to the clinical development of its proprietary ORTHO-R technology platform, a muco-adhesive CHITOSAN based biopolymer matrix, specifically designed to deliver biologics such as platelet-rich plasma (PRP) or bone marrow aspirate concentrate (BMAC), to enhance healing in various Regenerative Medicine Applications.

Other formulations are being developed to leverage the technology's performance characteristics such as tissue adhesion, pliability, and ability to deliver biologics or therapeutics to various tissues damaged by trauma or disease. Further information about ChitogenX is available on the Company's website at www.chitogenx.com and on SEDAR at www.sedar.com.

Forward-Looking Statements

This news release may contain certain forward-looking statements regarding the Company'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 Company 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.

NEITHER THE CANADIAN SECURITIES EXCHANGE NOR ITS REGULATIONS SERVICES PROVIDER HAVE REVIEWED OR ACCEPT RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE.

Contacts

Company

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or

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Investors

Frederic Dumais

Director Communications and Investor Relations

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