

Form 51-102F3
Material Change Report

1. Name and Address of Company

PREVECEUTICAL MEDICAL INC.
Suite 2200, 1177 West Hastings Street
Vancouver, British Columbia
V6E 2K3

(the "Company")

2. Date of Material Change

May 24, 2018.

3. News Release

A news release was disseminated on May 17, 2018 through Newsfile Corp. and was subsequently filed on SEDAR.

4. Summary of Material Change

On May 24, 2018 (the "Record Date") the Company completed a forward stock split of its issued and outstanding common shares on the basis of five (5) new post-subdivision common shares for every one (1) pre-subdivision common share (the "Stock Split"). Pursuant to the Stock Split, which was conducted on a push-out basis, the registered shareholders as of the close of business on the Record Date will be issued four (4) additional common shares for each one (1) common share held as of the Record Date. The Company's common shares commenced trading on the Canadian Securities Exchange on an "ex-distribution" basis as of May 23, 2018.

5. Full Description of Material Change

See the attached news release dated May 17, 2018 and filed on SEDAR at www.sedar.com.

6. Reliance on subsection 7.12 of National Instrument 51-102

Not Applicable.

7. Omitted Information

Not Applicable.

8. Executive Officer

Shabira Rajan, Chief Financial Officer and Controller
Telephone: 604-416-7777 ext. 6239

9. Date of Report

May 25, 2018.



FOR IMMEDIATE RELEASE

News Release

May 17, 2018

PreveCeutical Shareholders Approve Five-for-One Forward Stock Split

Vancouver, British Columbia: PreveCeutical Medical Inc. (the “**Company**” or “**PreveCeutical**”) (CSE: PREV, OTCQB: PRVCF, FSE: 18H), announces that at its annual general and special meeting of Shareholders held on May 14, 2018, shareholders passed a special resolution approving the proposed forward stock split of the Company’s issued and outstanding common shares on the basis of five new common shares for each one existing common share (the “**Stock Split**”). The record date for the Stock Split will be May 24, 2018, subject to approval of the Canadian Securities Exchange.

PreveCeutical’s CEO, President and Chairman, Mr. Stephen Van Deventer commented, “We believe the Stock Split demonstrates the Company’s continued commitment to broaden its shareholder base and we anticipate that the Stock Split will make PreveCeutical’s securities more accessible to investors and enhance liquidity for shareholders.”

Shareholders of the Company do not need to take any action with respect to the Stock Split. On or about May 30, 2018, the Company’s transfer agent will issue to shareholders of record as at the Record Date the additional number of common shares to be received as a result of the Stock Split. The shares will be issued and delivered to shareholders, either by physical share certificate or by electronic registration in the direct registration system (DRS). Beneficial shareholders who hold their shares in an account with an investment dealer or other intermediary should expect to have their accounts updated to reflect the Stock Split in accordance with the applicable intermediary’s usual procedures.

The Company’s CUSIP number and trading symbol will remain the same.

About PreveCeutical

PreveCeutical is a health sciences company that develops innovative options for preventive and curative therapies utilizing organic and nature identical products.

PreveCeutical aims to be a leader in preventive health sciences and currently has five research and development programs, including: dual gene therapy for curative and prevention therapies for diabetes and obesity; the Program; Nature Identical™ peptides for treatment of various ailments;

non-addictive analgesic peptides as a replacement to the highly addictive analgesics such as morphine, fentanyl and oxycodone; and a therapeutic product for treating athletes who suffer from concussions (mild traumatic brain injury).

PreveCeutical sells CELLB9[®], an Immune System Booster. CELLB9[®] is an oral solution containing polarized and potentiated essential minerals extracted from a novel peptide obtained from Caribbean Blue Scorpion venom. This product is available on the Company's website. For more information about PreveCeutical, please visit www.PreveCeutical.com, follow us on Twitter: <http://twitter.com/PreveCeuticals> and Facebook: www.facebook.com/PreveCeutical.

On Behalf of the Board of Directors

"Stephen Van Deventer"
Chairman, CEO and President

For further information, please contact:

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Director of Corporate Communications & Investor Relations
+1-778-999-6063
deanna@PreveCeutical.com

Forward-Looking Statements:

This news release contains forward-looking statements and forward-looking information (collectively, "forward-looking statements") within the meaning of applicable Canadian and U.S. securities legislation, including the United States *Private Securities Litigation Reform Act of 1995*. All statements in this news release that are not purely historical are forward-looking statements and include any statements regarding beliefs, plans, expectations and orientations regarding the future including the Company's anticipated business plans and its prospect of success in executing its proposed plans. Often, but not always, forward-looking statements can be identified by words such as "plans", "expects", "may", "intends", "anticipates", "believes", "proposes" or variations of such words including negative variations thereof and phrases that refer to certain actions, events or results that may, could, would, might or will occur or be taken or achieved. Actual results could differ from those projected in any forward-looking statements due to numerous factors including the inability of the Company to, obtain Canadian Securities Exchange acceptance of the Stock Split, execute its proposed business plans and obtain the financing required to carry out its planned future activities. Other factors such as general economic, market or business conditions or changes in laws, regulations and policies affecting the biotechnology or pharmaceutical industry, may also adversely affect the future results or performance of the Company. These forward-looking statements are made as of the date of this news release and, unless required by applicable law, the Company assumes no obligation to update the forward-looking statements or to update the reasons why actual results could differ from those projected in these forward-looking statements. Although the Company believes that the statements, beliefs, plans, expectations, and intentions contained in this news release are reasonable, there can be no assurance that those statements, beliefs, plans, expectations, or intentions will prove to be accurate. Readers should consider all of the information set forth herein and should also refer to other periodic reports provided by the Company from time-to-time. These reports and the Company's filings are available at www.sedar.com.

Readers are cautioned that forward-looking statements are not guarantees of future performance or events and, accordingly, are cautioned not to put undue reliance on forward-looking statements due to the inherent uncertainty of such statements.