

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1: Name and Address of Reporting Issuer

Orion Nutraceuticals Inc. (the "Company")
810 - 789 West Pender Street
Vancouver, BC
V6C1H2

Item 2: Date of Material Change

September 13, 2019

Item 3: News Release

A news release was issued and disseminated through Stockwatch and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

The Company announced the appointment of Mr. Sam Jenkins as a director of the Company.

5: Full Description of Material Change

The Company announced, effective today, the addition of Mr. Sam Jenkins to its board of directors.

Mr. Jenkins provides leadership and advisory to a number of different organizations, as a member of the board of the Edmonton Symphony Orchestra and the Winspear Centre for Music, as the past-chair of the Edmonton International Fringe Theatre Festival, and as a co-founder of Startup Edmonton, an entrepreneurial social enterprise that aims to amplify innovation, activate startups and make Edmonton a hotbed for creativity and entrepreneurship.

In 2012, Mr. Jenkins was named one of Edmonton's Top 40 Under 40 by Avenue Magazine, and in 2013, the University of Alberta recognized him with the Horizon Award, as an outstanding young alumnus.

About Orion Nutraceuticals Inc.

Orion Nutraceuticals Inc. aims to set a new standard in cannabis life science by producing and developing innovative products with key strategic partners in the industry. In conjunction with its professional sports strategic alliances, the company is poised to advance research and development in the plant science sector, deliver science-based products and services, and market CBD therapies to the mainstream with proprietary brands and products. Orion shares trade in Canada on the CSE under the symbol ORI.

Item 6: Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7: Omitted Information

None.

Item 8: Executive Officer

For further information, please contact:

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Item 9: Date of Report

September 13, 2019.