

**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 that it has granted incentive stock options to Mr. Sam Jenkins.

5: Full Description of Material Change

The Company announced that it has granted incentive stock options of the Company to Mr. Sam Jenkins for the right to purchase up to an aggregate of 300,000 common shares of the Company, exercisable at the price of \$0.15 per share for two years. The effective date of the grant of option is September 13, 2019. The stock options granted will be in accordance with the Company’s Stock Option Plan and will have the required four months hold period legend, pursuant to the Policies of the CSE and regulatory authorities.

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:

Joel Dumaresq, Chief Executive Officer
T: 604-687-2038
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Item 9: Date of Report

September 30, 2019.