

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

OVATION SCIENCE INC.
Suite 510 – 744 West Hastings Street
Vancouver, BC, V6C 1A5

Item 2. Date of Material Change

September 12, 2019

Item 3. News Release

The news release was issued on September 13, 2019 and was disseminated by Newsfile.

Item 4. Summary of Material Change

On September 13, 2019 Ovation Science Inc. ("Ovation") announced the completed purchase of laboratory and office assets to complete necessary research and development.

Item 5. Full Description of Material Change

Ovation Science Inc. ("Ovation") (CSE: OVAT)

Ovation Science Inc. ("Ovation" or the "Company") announced that it has entered into an agreement to purchase all laboratory equipment from Skinvisible Pharmaceuticals, Inc. ("Skinvisible").

With this asset purchase Ovation owns all of the necessary laboratory equipment required to complete any research and development necessary. These assets will help Ovation reach its goals of becoming a global leader in the development of highly effective, high demand cannabis topical and transdermal products.

In conjunction with the purchase of these assets, Ovation has also formed a wholly-owned subsidiary in Las Vegas Nevada; Ovation Science USA Inc. This subsidiary will facilitate the launch of Ovation's two product lines in the USA: our anti-aging product line ARLO CBD Beauty and our health and wellness product line Invibe MD," says Ovation's president, Terry Howlett.

Under the terms of the asset purchase agreement, the purchase price was \$75,000. The vendor's original purchase price was approximately \$240,000 with the replacement price being approximately \$101,000. All prices are in US funds. Terry Howlett, a Director and Officer, creditor of Skinvisible and significant shareholder in both companies and Doreen McMorran, a Director in Ovation, creditor of Skinvisible and significant shareholder in both companies, abstained from voting in order to avoid any perception of conflict of interest. The remainder of the Board voted 100% in favor of the purchase.

The transaction is exempt from the formal valuation requirement and the minority approval requirement of M.I. 61-101 because the value is less than 25% of the Company's market capitalization.

The board of directors relied on reviewing the original book costs to Skinvisible and the pricing on a used basis of the larger value items. There was no materially contrary view or material disagreement among directors.

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

Terry Howlett
CEO
604-685-4745

Item 9. Date of Report

September 16, 2019



CSE: OVAT

Ovation Science Announces Asset Purchase and US Subsidiary

Vancouver, British Columbia - (September 13, 2019) - Ovation Science Inc. (CSE: [OVAT](#)) ("Ovation" or the "Company"), a product development company with a patented skin delivery technology backed by twenty-plus years of skincare research and development, is pleased to announce that it agreed to purchase all laboratory equipment from Skinvisible Pharmaceuticals, Inc. ("Skinvisible").

"The Board of Directors is extremely pleased to agree to this asset purchase and for Ovation to own all of the necessary laboratory equipment required to complete any research and development necessary. These assets will help Ovation reach its goals of becoming a global leader in the development of highly effective, high demand cannabis topical and transdermal products. In conjunction with the purchase of these assets, Ovation has also formed a wholly-owned subsidiary in Las Vegas Nevada; Ovation Science USA Inc. This subsidiary will facilitate the launch of Ovation's two product lines in the USA: our anti-aging product line ARLO CBD Beauty and our health and wellness product line Invibe MD," says Ovation's president, Terry Howlett.

Under the terms of the asset purchase agreement the purchase price was \$75,000. The original purchase price was approximately \$240,000 with the replacement price being approximately \$101,000. All prices are in US funds. Terry Howlett, a Director and Officer, creditor of Skinvisible and significant shareholder in both companies and Doreen McMorrán, a Director in Ovation, creditor of Skinvisible and significant shareholder in both companies, abstained from voting in order to avoid any perception of conflict of interest. The remainder of the Board voted 100% in favor of the purchase.

Ovation continues to increase shareholder value by seeking expanded patent protection for its products as well as developing new unique, effective products that can be brought into the market in the US, Canada and globally. Ovation also persists in its negotiations with potential global partners for possible licensing opportunities and joint ventures.

About Ovation Science Inc.

Ovation Science Inc. is a research and development company that develops topical and transdermal cannabis and hemp formulations made with patented Invisicare® skin delivery technology. The technology enhances the delivery of cannabinoids such as cannabidiol (CBD) and tetrahydrocannabinol (THC) to and through the skin and is protected by patents in eleven countries. With over twenty years of topical and transdermal drug delivery experience in the pharmaceutical market, Ovation's management and science team have created a unique pipeline of over twenty-five patent-protected medical / wellness topical and transdermal cannabis products incorporating CBD, THC and combination products along with a line of anti-aging / beauty products made with CBD. Ovation's business model is to develop and market its two product lines ARLO CBD Beauty and Invibe MD as well as continuing to out-license its topical and transdermal formulations to cannabis companies globally. Ovation formulated CBD and THC products are marketed in Nevada in state-approved dispensaries by its US licensee with additional states being added. Ovation earns revenues from licensing and development fees, royalties, the sale of Invisicare to its licensees and now revenue from its own product sales. Ovation trades on the CSE under the symbol **OVAT**. Visit our website www.ovationscience.com.

Forward-Looking Statements

Information set forth in this news release contains forward-looking statements that are based on assumptions as of the date of this news release. These statements reflect management's current estimates, beliefs, intentions and expectations. They are not guarantees of future performance. Ovation Science Inc. cautions that all forward looking statements are inherently uncertain and that actual results

may be affected by a number of material factors, many of which are beyond Ovation Science Inc.'s control.

Neither the Canadian Securities Exchange nor its Regulation Services Provider accepts responsibility for the adequacy or accuracy of this release.

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