

Form 51-102F3 Material Change Report

Item 1: Name and Address of Company

NeonMind Biosciences Inc. (the “Company”)
Suite 200 – 1238 Homer Street
Vancouver, BC V6B 2Y5

Item 2: Date of Material Change

January 27, 2021

Item 3: News Release

A news release was sent through Newsfile on January 27, 2021 and disseminated on www.baystreet.com and www.stockwatch.com and filed on SEDAR at www.sedar.com.

Item 4: Summary of Material Change

On January 27, 2021, the Company announced that Robert Tessarolo was appointed as its Chief Executive Officer and President and Penny White was appointed as its Executive Chairman.

Item 5: Full Description of Material Change

The Company appointed Robert Tessarolo as the Chief Executive Officer and President of the Company effective January 27, 2021. The appointment of Mr. Tessarolo follows the resignation of Penny White as the Chief Executive Officer and President of the Company.

The Company also appointed Ms. White as its Executive Chairman.

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

Not applicable.

Item 7: Omitted Information

None.

Item 8: Executive Officer

Robert Tessarolo
CEO and President
Telephone: (833) 514-2677

Item 9: Date of Report

February 3, 2021