

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

Item 1 Name and Address of Company

HAVN Life Sciences Inc. (the “Company”)
Suite 2200, 885 Wet Georgia Street
Vancouver, BC V6C 3E8

Item 2 Date of Material Change

May 13, 2021

Item 3 News Release

A news release with respect to the contents of this report was issued on May 13, 2021 and was disseminated through the facilities of recognized newswire services. A copy of the news release was filed on SEDAR.

Item 4 Summary of Material Change

The Company announced it has entered into a supply agreement (the “Supply Agreement”) with ATMA Journey Centers Inc. - an Alberta-based company focused on delivering innovative psychedelic-assisted therapies internationally - to be their exclusive supplier of naturally-derived psilocybin.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announced it has entered into a supply agreement (the “Supply Agreement”) with ATMA Journey Centers Inc. - an Alberta-based company focused on delivering innovative psychedelic-assisted therapies internationally - to be their exclusive supplier of naturally-derived psilocybin.

ATMA Journey Centers, located in Calgary, Central Alberta and Costa Rica, offer immersive, psychedelic-assisted journeys that are purposefully designed for patients facing end of life prognoses, as well as for those suffering from anxiety, depression and PTSD.

A pioneer in the Canadian psychedelics industry, ATMA was the first private sector provider to legally conduct psychedelic-assisted therapy using psilocybin under a Section 56 exemption from Health Canada. ATMA has just received three additional exemptions for patients, further supporting that market demand for reliable, safe and naturally-derived psilocybin continues to grow.

With this Supply Agreement, Havn Life consolidates its position as an integral supply chain provider of naturally-derived psychedelics for clinical providers and researchers.

“We are thrilled to add ATMA to our growing list of supply partners,” says Havn Life CEO, Tim Moore. “Having agreements in place with Revive Therapeutics, The Heroic Hearts Project, Health Tech Connex and now ATMA, we are seeing a surge in demand for clinical and lab use of naturally-derived compounds, nicely underpinning our business model. As an increasing number of studies support the efficacy of therapeutic psychedelics, the global interest in these compounds can only expand, and with our growing facility now fully operational in Jamaica, Havn Life is well positioned to meet this demand,” he adds.

“We’re very pleased to build this relationship with Havn Life,” says ATMA Co-CEO and Co-Founder, Vu Tran. “As our roster of patients continues to grow, our Journey Centers will require a standardized and

sustainable source of naturally-derived psilocybin, and Havn Life is the ideal partner to fulfil this requirement,” he adds.

Any transactions to be completed pursuant to the Supply Agreement, including any supply of psilocybin thereunder, will be subject to compliance with any and all applicable laws and regulations, including those of Health Canada.

Please see the news release attached as Schedule “A” for a full description of the material change.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

The name and business number of the executive officers of the Company who are knowledgeable of the material change and this report are:

Tim Moore
Chief Executive Officer
Telephone – 604-359-0060

Item 9 Date of Report

May 13, 2021



Havn Life Signs Exclusive Supply Agreement With ATMA Journey Centers

Havn Life to supply naturally-derived psilocybin to ATMA Journey Centers in Alberta and Nicoya Peninsula, Costa Rica

May 13, 2021

Vancouver, BC - Havn Life Sciences Inc. (CSE: [HAVN](#)) (OTC: [HAVLF](#)) (FSE: [5NP](#)) (the "Company" or "Havn Life"), a biotechnology company pursuing standardized extraction of psychoactive compounds and the development of natural healthcare products, is pleased to announce it has entered into a supply agreement (the "Supply Agreement") with ATMA Journey Centers Inc. - an Alberta-based company focused on delivering innovative psychedelic-assisted therapies internationally - to be their exclusive supplier of naturally-derived psilocybin.

ATMA Journey Centers, located in Calgary, Central Alberta and Costa Rica, offer immersive, psychedelic-assisted journeys that are purposefully designed for patients facing end of life prognoses, as well as for those suffering from anxiety, depression and PTSD.

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"We are thrilled to add ATMA to our growing list of supply partners," says Havn Life CEO, Tim Moore. "Having agreements in place with Revive Therapeutics, The Heroic Hearts Project, Health Tech Connex and now ATMA, we are seeing a surge in demand for clinical and lab use of naturally-derived compounds, nicely underpinning our business model. As an increasing number of studies support the efficacy of therapeutic psychedelics, the global interest in these compounds can only expand, and with our growing facility now fully operational in Jamaica, Havn Life is well positioned to meet this demand," he adds.

"We're very pleased to build this relationship with Havn Life," says ATMA Co-CEO and Co-Founder, Vu Tran. "As our roster of patients continues to grow, our Journey Centers will require a standardized and sustainable source of naturally-derived psilocybin, and Havn Life is the ideal partner to fulfil this requirement," he adds.



Any transactions to be completed pursuant to the Supply Agreement, including any supply of psilocybin thereunder, will be subject to compliance with any and all applicable laws and regulations, including those of Health Canada.

On Behalf of The Board of Directors

Tim Moore
Chief Executive Officer

About Havn Life Sciences Inc.

Havn Life Sciences is a Canadian biotechnology company pursuing standardized extraction of psychoactive compounds, the development of natural healthcare products, and innovative mental health treatment to support brain health and enhance the capabilities of the mind. Learn more at: havnlife.com and follow us on [Facebook](#), [Twitter](#), [Instagram](#) and [Youtube](#).

About ATMA Journey Centers Inc.

ATMA is a private healthcare company with the mission of delivering effective and innovative healing and transformative experiences that awaken the inner healer and promote a deeper connection with the self, with others, and with the beauty of the world. ATMA was the first private sector service provider in Canada to conduct legal psychedelic-assisted therapy for a palliative care patient under the approval of Health Canada's section 56(1) exemption. Find out more at Atmajourney.com.

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Cautionary Note Regarding Forward-Looking Statements

Certain statements contained in this news release, including statements which may contain words such as "expects", "anticipates", "intends", "plans", "believes", "estimates", or similar expressions, and statements related to matters which are not historical facts, such as statements regarding the benefits of the Acquisition, the intended use and benefits of the Facility, the ability of the Facility to facilitate an expanded product portfolio with strong revenue generation potential, expand ability to enter new NHP categories and reduce third party manufacturing burden, are forward-looking information within the meaning of applicable securities laws. Such forward-looking statements reflect management's expectations and are based on certain factors and assumptions and involve known and unknown risks and uncertainties which may cause the actual results, performance, or achievements to be materially different from future results, performance, or achievements expressed or implied by such forward-looking statements. These factors should be considered carefully, and readers should not place undue reliance on the Company's forward-looking statements. The Company believes that the expectations reflected in the forward-looking statements contained in this news release are reasonable, but no assurance can be given that these expectations will prove to be correct, nor that the Acquisition will provide the Company the expected benefits, that the Facility will be utilized as intended, or at all, that the Facility will be able to facilitate an expanded product portfolio with strong revenue generation potential, expand ability to enter new NHP categories and reduce third party manufacturing burden. The Company undertakes no obligation to release publicly any future revisions to forward-looking statements to reflect events or circumstances after the date of this news or to reflect the occurrence of unanticipated events, except as expressly required by law.

The CSE has not reviewed, approved or disapproved the content of this press release.

