

**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

July 27, 2021

Item 3 News Release

A news release with respect to the contents of this report was issued on July 27, 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 a new agreement with P.A. Benjamin Manufacturing Company (“PAB”), a pharmaceutical manufacturing company based in Kingston, Jamaica.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announced a new agreement with P.A. Benjamin Manufacturing Company (“PAB”), a pharmaceutical manufacturing company based in Kingston, Jamaica.

PAB operates a GMP compliant facility and will be contract packing HAVN Life naturally-derived psilocybin, following the necessary protocols to allow for export from Jamaica and import into Canada, the US and Europe. Along with HAVN Life’s collaboration with Hypha Wellness, a Jamaican food and psychoactive mushroom producer, this agreement further reinforces the Company’s commitment to collaboration and long-term industry growth in Jamaica. Further building out this psychedelic supply chain puts HAVN Life in an excellent position to be an early mover, as markets begin to open up around the globe. The agreement will also open the door for HAVN Life to seek API designations, as well as secure further supply agreements with companies seeking high-quality and naturally derived psilocybin.

Please see the news release attached hereto 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

July 27, 2021



HAVN Life Signs Agreement to Enable Export of Psilocybin into Canada, the US and Europe

The Agreement with P.A. Benjamin Manufacturing Company whom operates a GMP compliant facility in Jamaica

July 27, 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 psychedelic compounds for the creation of APIs that support brain health and enhance the capabilities of the mind, is thrilled to announced a new agreement with P.A. Benjamin Manufacturing Company ("PAB"), a pharmaceutical manufacturing company based in Kingston, Jamaica.

PAB operates a GMP compliant facility and will be contract packing HAVN Life naturally-derived psilocybin, following the necessary protocols to allow for export from Jamaica and import into Canada, the US and Europe. Along with HAVN Life's collaboration with Hypha Wellness, a Jamaican food and psychoactive mushroom producer, this agreement further reinforces the Company's commitment to collaboration and long-term industry growth in Jamaica. Further building out this psychedelic supply chain puts HAVN Life in an excellent position to be an early mover, as markets begin to open up around the globe. The agreement will also open the door for HAVN Life to seek API designations, as well as secure further supply agreements with companies seeking high-quality and naturally derived psilocybin.

"As a new industry it is critical that there is stakeholder partnership and as such the partnership between Jamaican GMP manufacturer, P.A. Benjamins, Hypha Wellness, and HAVN Life Sciences is a step in the right direction" remarks Hon. Floyd Green, MP, Minister of Agriculture and Fisheries. "The sustainability of the industry will depend largely on our ability to effectively research psilocybin mushrooms and to combine Agriculture with manufacturing," he adds.

"This partnership with PAB is absolutely key for our ability to supply safe, quality-controlled psilocybin API's to researchers and patients around the globe," says HAVN Life CEO, Tim Moore. "The agreement will make HAVN Life the first company in the Caribbean Community and Common Market with GMP capabilities for psilocybin—a huge step towards our goal to be at the forefront of the international psychedelic supply chain framework," he adds.

"We're excited and committed to work with HAVN Life Science and Hypha Wellness to export psilocybin, and build our research and development partnerships," says Christopher Powell, Director at P.A. Benjamin Manufacturing Company.

"Working with Jamaican stakeholders and the GMP manufacturer P.A. Benjamin's, we're focused on developing a framework for manufacturing and exports," says Benjamin Graeme, Founder, Director at Hypha Wellness. "It's an exciting time as Jamaica has a unique value position in the international market, and the means to supply it," he adds.



The agreement and packaging of psilocybin through PAB's GMP compliant facility will be in compliance with Health Canada and local guidelines.

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 health 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 P.A. Benjamin Manufacturing Company

The Benjamin Family has been a trusted name in Jamaica for over a century, established in 1879. ISO certified, the mission of P.A. Benjamin Manufacturing Company Limited is to manufacture and distribute the highest quality goods in the health care, toiletries, personal care and culinary preparations categories in both the domestic and export markets.

Increased emphasis has been placed on the export potential for its products. Benjamins has embarked on a very aggressive new products development program to complement several of the already established products, and also to venture into new product areas in synergy with the company's capabilities. The new product development efforts are ongoing with emphasis being placed on the expansion of the pharmaceutical range of products.

Contact:

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Forward-Looking Information: This news release contains "forward-looking information" within the meaning of applicable securities laws relating to statements regarding the Company's business, products and future of the Company's business. Although the Company believes that the expectations reflected in the forward-looking information are reasonable, there can be no assurance that such expectations will prove to be correct. Readers are cautioned not to place undue reliance on forward-looking information. Such forward-looking statements are subject to risks and uncertainties that may cause actual results, performance and developments to differ materially from those contemplated by these statements depending on, among other things, the risks that the Company's products and plan will vary from those stated in this news release and the Company may not be able to carry out its business plans as expected. Except as required by law, the Company expressly disclaims any obligation and does not intend to update any forward-looking statements or forward-looking information in this news release. Although the Company believes that the expectations reflected in the forward-looking information are reasonable, there can be no assurance that such expectations will prove to be correct. The statements in this news release are made as of the date of this release.

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

