

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

Item 1. Name and Address of Company

HAVN Life Sciences Inc. (“**HAVN Life**” or the “**Company**”)
Suite 1480, 885 West Georgia Street
Vancouver, BC
V6C 3E8

Item 2. Date of Material Change

February 22, 2022

Item 3. News Release

A news release was disseminated on February 22, 2022 and subsequently filed under the Company’s profile on SEDAR.

Item 4. Summary of Material Change

On February 22, 2022, the Company announced that the amalgamation agreement entered into with Spore Life Sciences Inc. (“**Spore**”), as announced on December 20, 2021, has terminated, and the transactions contemplated thereby are not proceeding.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

On February 22, 2022, the Company announced that the amalgamation agreement entered into with Spore, as announced on December 20, 2021, has terminated, and the transactions contemplated thereby are not proceeding.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7. Omitted Information

There is no information of a material nature that has been omitted.

Item 8. Executive Officer

For further information, please contact Tim Moore, Chief Executive Officer of the Company, at 604-359-0060.

Item 9. Date of Report

February 23, 2022.