

AMENDING AGREEMENT

THIS AMENDMENT AGREEMENT dated effective February 17, 2021 is made

BETWEEN

NUROSENE INC. a company existing under the laws of the
Province of Ontario

(“**Nurosene**”)

AND

TRIBALSCALE INC. a company existing under the laws of the Province
of Ontario

(“**TribalScale**”)

WHEREAS:

- A. Nurosene and TribalScale entered into a statement of work dated October 7, 2020 (the “**SOW**”); and
- B. The parties wish to amend the SOW on and subject to the terms and conditions of this Amending Agreement.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged:

1. Section 6 of the SOW be deleted in its entirety and replaced with the following:

6. PAYMENT IN KIND (COMMON SHARES)

(g) In consideration of discounts offered by Tribalscale, Nurosene agrees to issue fully paid and non-assignable common shares in the capital of Nurosene for value equivalent to CAD \$400,000, at a price per common share equal to a 10% discount to the price ascribed to the common shares of Nurosene under its upcoming go-public transaction (the “**Consideration Shares**”).

(h) Nurosene will issue the Consideration Shares on the closing date of Nurosene’s upcoming go-public transaction.

(i) Tribalscale agrees to enter into and be bound by the terms of a lock-up agreement (in the form determined by Nurosene) in respect of 25% of the Consideration Shares pursuant to which Tribalscale will agree not to sell, transfer, assign, pledge or otherwise dispose of 25% of the Consideration Shares for a period of 12 months following the closing date of Nurosene’s upcoming go-public transaction.

(j) The entirety of this Section 6 and the parties obligations hereunder is subject to compliance with applicable securities laws.

2. Except as amended by this Amending Agreement, all other terms and conditions of the SOW will remain in full force and effect and be binding upon the parties and their respective heirs, executors, administrators, successors and assigns.
3. This Amending Agreement enures to the benefit of and is binding upon the parties and their respective heirs, executors, administrators, successors and assigns.
4. This Amending Agreement shall be governed by the laws of the Province of Ontario and the laws of Canada applicable therein.
5. This Amending Agreement may be executed in several counterparts and may be represented by facsimile or other electronic format, each of which so executed shall be deemed to be an original, and such counterparts together shall constitute one and the same instrument and notwithstanding their date of execution, shall be deemed to bear the date as of the date hereof.

[Rest of the page intentionally left blank. Signature page follows.]

This Amending Agreement was executed and delivered as of the date given above.

NUROSENE INC.

(s) "Jaime Hackett"

Authorized Signatory

TRIBALSCALE INC.

Rich Gigante
VP - Business Development
Authorized Signatory