

**Form 51-102F3**

**MATERIAL CHANGE REPORT**

**Item 1: Name and Address of Reporting Issuer**

Nurosene Health Inc. (the "Company")  
Suite 101 - 1655 Dupont Street  
Toronto, ON M6P 3T1

**Item 2: Date of Material Change**

February 4, 2022

**Item 3: News Release**

The news release announcing the material change was disseminated through Cision on February 4, 2022 and filed on SEDAR at [www.sedar.com](http://www.sedar.com).

**Item 4: Summary of Material Change**

Nurosene Health Inc. ("Nurosene" or the "Company") announced the resignation of Kirstine Stewart as a director of the Company.

**Item 5: Full Description of Material Change**

See press release attached as Schedule "A" hereto.

**Item 6: Reliance on Subsection 7.1(2) of National Instrument 51-102–*Continuous Disclosure Obligations***

Not applicable.

**Item 7: Omitted Information**

Not applicable.

**Item 8: Executive Officer**

Blake Sing  
Chief Financial Officer  
[investors@nurosene.com](mailto:investors@nurosene.com)  
(416) 859-8838

**Item 9: Date of Report**

February 7, 2022

## **Schedule “A”**

### **Nurosene Health Inc. Announces Change to its Board of Directors**

TORONTO, ON, February 4<sup>th</sup>, 2022 – Nurosene Health Inc. (“**Nurosene**” or the “**Company**”) (CSE: MEND) (Frankfurt: 8TV) (OTC: MNNDF), a healthtech company focused on building a generation of better brains, announces that Kirstine Stewart has resigned as a Director of the Company due to personal reasons.

The Company would like to thank Ms Stewart for her contributions to Nurosene over the last twelve months and wishes her the best in her future endeavours. Kirstine was vital in connecting Nurosene with leading Mental Wellness Organizations and will continue to support Nurosene’s mission from the sidelines.

“Kirstine has been an invaluable part of the Company’s growth to date. Everyone associated with the Company would like to thank Kirstine and wish her all the best in her future endeavours,” said Kevin Taylor, Chairman Nurosene.

#### **About Nurosene**

Nurosene provides individuals with tools and technology that empower them to take control of their mental wellness. Our mission is to build the next generation of better, healthier brains by leveraging technological advancements in AI. With our team of experts and partners, Nurosene is positioned at the leading edge of critical research and innovations, striving to disrupt traditional mental wellness treatments.

For more information, visit [www.nurosene.com](http://www.nurosene.com).

For further information:  
Blake Sing,  
Chief Financial Officer,  
[investors@nurosene.com](mailto:investors@nurosene.com);  
(416) 859 8838

#### **Forward-Looking Statements**

This press release contains "forward-looking information" within the meaning of applicable Canadian securities legislation which is based upon Nurosene's current internal expectations, estimates, projections, assumptions and beliefs, and views of future events. Forward-looking information can be identified by the use of forward-looking terminology such as "expect", "likely", "may", "will", "should", "intend", "anticipate", "potential", "proposed", "estimate" and other similar words, including negative and grammatical variations thereof, or statements that certain events or conditions "may", "would" or "will" happen, or by discussions of strategy. Forward-looking information includes estimates, plans, expectations, opinions, forecasts, projections, targets, guidance, or other statements that are not statements of fact.

Any forward-looking information speaks only as of the date on which it is made, and, except as required by law, Nurosene does not undertake any obligation to update or revise any forward-

looking information, whether as a result of new information, future events or otherwise. New factors emerge from time to time, and it is not possible for Nurosene to predict all such factors. When considering these forward-looking statements, readers should keep in mind the risk factors and other cautionary statements in Nurosene's Final Long Form Prospectus dated May 20, 2021 and Management's Discussion and Analysis for the year ended September 30, 2021 ("MD&A"), and filed with the applicable Canadian securities regulatory authorities on SEDAR at [www.sedar.com](http://www.sedar.com). The risk factors and other factors noted in Nurosene's Final Long Form Prospectus and MD&A could cause actual events or results to differ materially from those described in any forward-looking information.

The CSE does not accept responsibility for the adequacy or accuracy of this release.