

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Defence Therapeutics Inc. (“**Defence**” or the “**Company**”)

200 Burrard Street, Suite 680

Vancouver, BC V6C 3L6

Item 2 Date of Material Change

October 30, 2024

Item 3 News Release

A news release was disseminated via a Canadian newswire and filed on the Issuer’s profile on SEDA+ at www.sedarplus.ca on October 30, 2024.

Item 4 Summary of Material Change

The Company closed a first tranche non-brokered private placement of units of the Company.

Item 5 Full Description of Material Change

On October 30th, 2024, the Company closed the first tranche of its previously announced non-brokered private placement (the “**Offering**”) of units of the Company (the “**Units**”) at a price of \$0.50 per Unit for aggregate gross proceeds of \$775,000 (the “**Closing**”). Each Unit consists of one Class A Common share in the capital of the Company (each, a “**Share**”) and one-half of one Class A Common share purchase warrant (each whole, a “**Warrant**”). Each Warrant is exercisable to acquire one additional Share at an exercise price of \$1.00 per Share for a period of 24 months from the date of the Closing (the “**Warrant Expiry Date**”).

Pursuant to the Closing, the Company paid a cash finder’s fee of \$14,000 and issued 28,000 finder’s warrants (the “**Finder's Warrants**”) to certain qualified arm’s length finder. Each Finder’s Warrant is exercisable into one Share at an exercise price of \$1.00 per Share on or before the Warrant Expiry Date.

The Company intends to use the net proceeds of the Offering to advance its preclinical and clinical programs and for general working capital. All securities issued in connection with the Offering are subject to a statutory hold period of four months plus a day from their date of issue in accordance with applicable securities legislation.

All securities issued in connection with the Closing are subject to a statutory hold period of 4 months and a day from their issuance in accordance with applicable securities laws, and no insiders of the Issuer subscribed for Units in the Closing.

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

Confidentiality is not requested.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Sebastien Plouffe, CEO

Tel: 1-514-947-2272

Item 9 Date of Report

November 7, 2024