

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

**Item 1 Name and Address of Company**

Revitalist Lifestyle and Wellness Ltd. (“**Revitalist**” or the “**Company**”)  
1008 – 550 Burrard Street  
Vancouver, BC, V6C 2B5

**Item 2 Date of Material Change**

June 19, 2023

**Item 3 News Release**

The news release dated September 14, 2023 was disseminated through Stockwatch

**Item 4 Summary of Material Change**

Manning Elliott LLP, Chartered Professional Accountants (“**Manning**”) resigned as auditor of the Company effective June 19, 2023 and Davidson & Company LLP, Chartered Professional Accountants (“**Davidson**”) were appointed as auditors of the Company effective the same date.

On August 3, 2023, Corby Marshall resigned as a director of the Company.

On August 4, 2023, Doran Andry was appointed a director of the Company.

On August 23, 2023, Dan Manson was appointed as President of the Company.

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

*5.1 Full Description of Material Change*

The Company announced that Manning resigned effective June 19, 2023.

Manning advised the Company that its resignation is a business decision of such firm and confirmed that there are no “reportable events” (as such term is defined in National Instrument 51-102 - *Continuous Disclosure Obligations* (“**NI 51-102**”). The Company also announces that, effective June 19, 2023, it has appointed Davidson, at their Vancouver offices at Suite 1200 - 609 Granville Street, to serve as the Company’s auditor, and fill the vacancy created by Manning’s resignation.

In accordance with NI 51-102 Revitalist has filed a copy of its change of auditor notice on [SEDAR](#) together with the letters from each of Davidson and Manning in relation to the foregoing.

Revitalist also announced that Mr. Corby Marshall resigned as a director of the Company and Mr. Doran Andry was been appointed to the board to fill the vacancy created by Mr. Marshall’s resignation. Mr. Andry will also be acting as Chairman of the Board. The Company wishes to thank Mr. Marshall for his dedicated service to the Company as a member of the board. Mr. Marshall will continue to support the Company as a member of the Board of Advisors. Mr. Andry’s appointment will bring decades of successful business experience in operations, as an executive and operator in the health and wellness industry. Mr. Andry’s skillsets will provide direction and leadership as the Company continues to evolve in this trailblazing sector.

Revitalist also announced that it appointed Dan Manson as President of the Company. Mr. Manson will oversee all Company operations, and will work collaboratively with other executives. Mr. Manson brings decades of experience working as a successful founder and entrepreneur in the mental health space.

**5.2** *Disclosure for Restructuring Transactions*

N/A

**Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

N/A

**Item 7 Omitted Information**

None

**Item 8 Executive Officer**

Contact: Kathryn Walker, CEO  
Telephone: 423.948.9331

**Item 9 Date of Report**

October 3, 2023