FORM 51-102F3
MATERIAL CHANGE REPORT

ITEM 1 - Name and Address of Company

ZYUS Life Sciences Corporation ("**ZYUS**")
407 Downey Road, Suite 204
Saskatoon, SK S7N 4L8

ITEM 2 - Date of Material Change

July 29, 2026

ITEM 3 - News Release

Attached as Schedule "A" is a copy of the news release dated July 29, 2026, relating to a material change, which was disseminated through Newswire. The news release was subsequently filed on the System for Electronic Data Analysis and Retrieval + at www.sedarplus.ca.

ITEM 4 - Summary of Material Change

On July 29, 2026, ZYUS announced that its wholly-owned subsidiary, ZYUS Life Sciences Inc., completed the seventh tranche of its secured loan financing for gross proceeds of CAD$125,000. The closing of the seventh tranche increased the aggregate amount advanced under the secured loan financing to CAD$1,120,000, while the aggregate size of the secured loan offering remains up to CAD$2,000,000.

The secured loan bears interest at a rate of 12% per annum, payable on maturity, is pre-payable by ZYUS Life Sciences Inc. at any time without penalty or premium and matures six months from the effective date of the loan. Subject to approval of the TSX Venture Exchange, the secured loan will be secured by a security interest granted under the terms of a general security agreement, subject to certain exceptions.

One member of the Company's Board of Directors participated in the seventh tranche by advancing CAD$25,000, constituting a related party transaction under Multilateral Instrument 61-101 – Protection of Minority Security Holders in Special Transactions ("MI 61-101"). The Company relied on the applicable exemptions from the formal valuation and minority shareholder approval requirements under MI 61-101. The net proceeds from the seventh tranche are intended to be used for general working capital purposes.

ITEM 5 - Full Description of Material Change

5.1 Full Description of Material Change

See the news releases attached as Schedule "A" hereto.

5.2 Disclosure for Restructuring Transaction

Not applicable.

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

Not applicable.

ITEM 7 - Omitted Information

Not applicable.

ITEM 8 - Executive Officer

Brent Zettl
Chief Executive Officer
ZYUS Life Sciences Corporation
407 Downey Road, Suite 204
Saskatoon, SK S7N 4L8

Telephone: (306) 242-2357

ITEM 9 - Date of Report

August 7, 2026

SCHEDULE "A"

See attached news release

Dated July 29, 2026

ZYUS Life Sciences Corporation Announces Closing of Seventh Tranche of Secured Loan Financing

/NOT FOR DISTRIBUTION TO U.S. NEWSWIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES/

SASKATOON, SK, July 29, 2026 /CNW/ -- ZYUS Life Sciences Corporation (the "**Company**") (TSXV: ZYUS), a clinical-stage life sciences company focused on the development and commercialization of novel non-opioid drug candidates for pain management, is pleased to announce that its wholly-owned subsidiary, ZYUS Life Sciences Inc. ("**ZYUS Inc.**"), has closed a seventh tranche (the "**Seventh Tranche**") of a secured loan financing (the "**Secured Loan**") on July 29, 2026 with certain lenders (the "**Lenders**"), including an insider of the Company, for gross proceeds of CAD$125,000. The closing of the Seventh Tranche brings the total amount of the Secured Loan to CAD$1,120,000. ZYUS Inc. expects to close additional tranches under the Secured Loan. The aggregate size of the Secured Loan offering is up to CAD$2,000,000. Subject to receipt of approval from the TSX Venture Exchange (the "**Exchange**"), the Secured Loan will be secured by a security interest granted under the terms of a general security agreement (subject to an exception in respect of certain assets). The Secured Loan bears interest at a rate of 12% per annum, payable on maturity, is pre-payable by ZYUS Inc. at any time without penalty or premium, and will mature six months from the effective date of the loan.

One insider of the Company (the "**Insider**") participated in the Seventh Tranche for an aggregate amount of CAD$25,000. Such participation constitutes a "related party transaction" as defined under Multilateral Instrument 61-101 - *Protection of Minority Security Holders in Special Transactions* ("**MI 61-101**"), as the Insider is a member of the Board of Directors of the Company (the "**Director Lender**").

The Company has relied on the exemption from the valuation requirement pursuant to section 5.5(b) (Issuer Not Listed on Specified Markets) of MI 61-101 and from the minority shareholder approval requirement prescribed by section 5.7(1)(a) (Fair Market Value Not More Than 25 Percent of Market Capitalization) of MI 61-101. The Company did not file a material change report more than 21 days before issuance of the Secured Loan because the details of the Secured Loan were not settled until recently.

The Company intends to use the net proceeds of the Seventh Tranche for general working capital purposes. There is no undisclosed material information by the Company, and all independent directors have approved the Secured Loan described in this news release.

About ZYUS Life Sciences Corporation

ZYUS (TSXV: ZYUS) is a life sciences company focused on the development and commercialization of novel cannabinoid-based pharmaceutical drug candidates for pain management. Through rigorous scientific exploration and clinical research, ZYUS aims to secure intellectual property protection, safeguarding its innovative therapies and bolstering shareholder value. ZYUS' unwavering commitment extends to obtaining regulatory approval of non-opioid-based pharmaceutical solutions, in pursuit of transformational impact on patients' lives. For additional information, visit www.zyus.com or follow us on X @ZYUSCorp.

Cautionary Note Regarding Forward-Looking Statements

Information and statements contained in this news release that are not historical facts are "forward-looking information" within the meaning of applicable securities legislation that involve risks and uncertainties relating, but not limited, to the Company's current expectations, intentions, plans, and beliefs. Forward-looking information can often be identified by forward-looking words such as "anticipate", "believe", "expect", "goal", "plan", "target", "intend", "estimate", "could", "should", "may" and "will" or the negative of these terms or similar words suggesting future outcomes, or other expectations, beliefs, plans, objectives, assumptions, intentions or statements about future events or performance. These forward-looking statements include statements relating to the Secured Loan and are based on current expectations and assumptions that involve a number of risks and uncertainties, which could cause actual results to vary and, in some instances, to differ materially from those anticipated by the Company and described in the forward-looking statements contained in this news release. These risks and uncertainties include but are not limited to: the Company's anticipated use of the proceeds from the Secured Loan; the risk that no additional funds are secured under the Secured Loan; regulatory approval of the Secured Loan may not be obtained; the Company's inability to repay the Secured Loan; amounts available from the Secured Loan may be insufficient to fund the Company's operations; in the absence of additional tranches of funding becoming available under the Secured Loan, the Company may be unable to fund its operations and obligations; and the factors discussed from time to time in the Company's filings with the Canadian Securities Authorities, copies of which can be found under the Company's profile on the SEDAR+ website at www.sedarplus.ca. This forward-looking information is based, in part, on assumptions and factors that may change or prove to be incorrect, thus causing actual results, performance, or achievements to be materially different from those expressed or implied by forward-looking information. Security holders, potential security holders, and other prospective investors are cautioned not to place undue reliance on forward-looking information. By its nature, forward-looking information involves numerous assumptions, inherent risks, and uncertainties, both general and specific, that contribute to the possibility that the predictions, forecasts, projections, and various future events will not occur. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking information whether as a result of new information, future events, or other such factors that affect this information, except as required by law.

SOURCE ZYUS Life Sciences Corporation

For further information: For further information please contact: ZYUS Media Inquiries, media@zyus.com, 1-833-651-7723; ZYUS Investor Relations, investors@zyus.com

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