

FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company:

Veritas Pharma Inc.
3200 – 650 West Georgia Street
Vancouver, BC V6B 4P7

(the “Company”)

2. Date of Material Change:

April 8, 2020

3. Press Release:

A press release was disseminated on March 31, 2020 and was subsequently filed on SEDAR.

4. Summary of Material Change:

The Company has entered into a debt settlement agreement with Aboriginal Power Corp. to settle a loan in the amount of \$540,000 by the issuance of 3,000,000 common shares at a price of \$0.18 per share.

5. Full Description of Material Change:

The Company has entered into a debt settlement agreement with Aboriginal Power Corp. to settle a loan in the amount of \$540,000 by the issuance of 3,000,000 common shares at a price of \$0.18 per share.

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

Not applicable.

7. Omitted Information:

Not applicable.

8. Executive Officer Knowledgeable of Material Change:

Peter McFadden, Interim CEO & CFO
Telephone: (604) 827-5520

9. Date of Report:

May 25, 2020