

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

Item 1. Name and Address of Reporting Issuer

NervGen Pharma Corp. (“NervGen” or the “Company”)

Suite 1703, Three Bentall Centre
595 Burrard Street
Vancouver, BC V7X 1J1

Item 2. Date of Material Changes

September 10, 2020

Item 3. News Releases

A news release announcing the material change was disseminated on September 10, 2020 through Newsfile Corp’s distribution network, and a copy was filed on NervGen’s SEDAR profile at www.sedar.com.

Item 4. Summary of Material Changes

On September 10, 2020, the Company announced that Lloyd Mackenzie resigned from his position as Chief Operating Officer effective October 2, 2020.

Item 5. Full Description of Material Changes

On September 10, 2020, the Company announced that Lloyd Mackenzie resigned from his position as Chief Operating Officer effective October 2, 2020 in order to assume the President position of a private company not related to the focus of NervGen.

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

Not applicable.

Item 7. Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8. Executive Officer

William Adams, Chief Financial Officer

Suite 1703, Three Bentall Centre
595 Burrard Street
Vancouver, BC V7X 1J1

Item 9. Date of Report

September 11, 2020