

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**

October 28, 2020

Item 3. **News Releases**

A news release announcing the material change was disseminated on October 28, 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 October 28, 2020, the Company announced the appointment of Randall E. Kaye, MD to the board of directors of NervGen (the “**Board**”) and revised its guidance for the start of its Phase 1 study from Q4 2020 to Q1 2021.

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

On October 28, 2020, the Company announced that it had appointed Dr. Randall Kaye to the Board. Separately, the Company announced that they were advised by its clinical research organization of a logistical delay in obtaining certain materials that are necessary to complete the analysis of the Company’s ongoing non-clinical studies. The results of these studies are required prior to initiating the Phase 1 trial; therefore, the Company revised its guidance for the start of its Phase 1 study from Q4 2020 to Q1 2021.

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

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Item 9.

Date of Report

October 30, 2020