

**Form 51-102F3**

***Material Change Report***

**Item 1 Name and Address of Company**

Numinus Wellness Inc.  
801 - 33 Water Street  
Vancouver, BC V6B 1R4  
(the "Company" or "Numinus")

**Item 2 Date of Material Change**

December 14, 2021.

**Item 3 News Release**

A news release was issued by the Company on December 14, 2021 via PRNewswire and filed on SEDAR.

**Item 4 Summary of Material Change**

The Company announced that it received final approval from the Toronto Stock Exchange ("TSX") to graduate its listing to the TSX from the TSX Venture Exchange. Numinus' common shares commenced trading on the TSX under the symbol "NUMI" at market open on Thursday, December 16, 2021. Similarly, the Company's listed warrants commenced trading on the TSX under the symbols "NUMI.WT", "NUMI.WT.B", and "NUMI.WT.C" on the same date.

**Item 5 Full Description of Material Change**

See the news release attached as Schedule "A".

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

Not Applicable.

**Item 7 Omitted Information**

Not Applicable.

**Item 8 Executive Officer**

Contact: Payton Nyquvest  
Telephone: 604 649-3229

**Item 9 Date of Report**

December 21, 2021

## Schedule "A"

# Numinus Wellness Inc. to Commence Trading on the TSX on December 16, 2021

*Numinus will ring the TSX opening bell to celebrate this milestone*

VANCOUVER, BC, Dec. 14, 2021 /CNW/ - **Numinus Wellness Inc. ("Numinus" or the "Company")** (TSXV: NUMI), a mental health care company advancing innovative treatments and safe, evidence-based psychedelic-assisted therapies, is pleased to announce that it has received final approval from the Toronto Stock Exchange ("TSX") to graduate its listing to the TSX from the TSX-Venture Exchange ("TSXV"). Numinus' common shares will commence trading on the TSX under the symbol "NUMI" at market open on Thursday, December 16, 2021. Similarly, the Company's listed warrants will commence trading on the TSX under the symbols "NUMI.WT", "NUMI.WT.B" and "NUMI.WT.C" on the same day.

No actions are required by Numinus shareholders. There will be no change to the shares, warrants or Company share structure as a result of this listing graduation. The TSX and TSXV have published bulletins announcing the change to financial institutions.

### **TSX Opening Bell Ringing**

Numinus will celebrate this milestone by ringing the opening bell of the TSX on Thursday, December 16, 2021. Numinus Founder and CEO, Payton Nyquvest, will be joined by members of Numinus' senior management team at the event.

### **About Numinus**

Numinus helps people to heal and be well through the development and delivery of innovative mental health care and access to safe, evidence-based psychedelic-assisted therapies. The Numinus model – including psychedelic production, research and clinic care – is at the forefront of a transformation aimed at healing rather than managing symptoms for depression, anxiety, trauma, pain and substance use. At Numinus, we are leading the integration of psychedelic-assisted therapies into mainstream clinical practice and building the foundation for a healthier society.

Learn more at [www.numinus.com](http://www.numinus.com) and follow us on [LinkedIn](#), [Facebook](#), [Twitter](#), and [Instagram](#).

### **Forward-Looking Statements**

Statements and other information contained in this press release about anticipated future events constitute forward-looking statements. Forward-looking statements are often, but not always, identified by the use of words such as "seek", "anticipate", "believe", "plan", "estimate", "expect" and "intend" and statements that an event "may", "will", "should", "could" or "might" occur or other similar expressions. Forward-looking statements are subject to risks and uncertainties and other factors that could cause actual results to differ materially from those contained in the forward-looking statements. Forward-looking statements are based on estimates and opinions of management at the date the statements are made. The Company does not undertake any obligation to update forward-looking statements even if circumstances or management's estimates or opinions should change except as required by applicable laws. Investors should not place undue reliance on forward-looking statements.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

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<https://www.prnewswire.com/news-releases/numinus-wellness-inc-to-commence-trading-on-the-tsx-on-december-16-2021-301444773.html> SOURCE Numinus Wellness Inc.

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