

NOTICE OF CHANGE IN CORPORATE STRUCTURE

Pursuant to Section 4.9 of National Instrument 51-102 Continuous Disclosure Obligations

Item 1 Names of the Parties to the Transaction

Marvel Biosciences Corp. (formerly Alphanco Venture Corp.)
(the "**Company**")

Marvel Biotechnology Inc. ("**Marvel Biotech**")

2306696 Alberta Ltd. (a wholly owned subsidiary of the Company)
("**Newco**")

Item 2 Description of the Transaction

On July 8, the Company completed closed its proposed "**Qualifying Transaction**", as defined under TSX Venture Exchange ("**TSXV**") policies, being the acquisition of all of the outstanding shares the arm's length acquisition of Marvel Biotech pursuant to the provisions of an amalgamation agreement dated December 4, 2020, as amended, among the Company, Marvel Biotech and Newco (the "**Transaction**").

The Transaction was structured as a three-cornered amalgamation, whereby Company acquired all of the issued and outstanding shares of Marvel Biotech through an amalgamation of Newco and Marvel Biotech (resulting issuer being "**Amalco**"). The amalgamation resulted in the shareholders of Marvel Biotech receiving common shares of the Company (the "**Common Shares**") as consideration under the amalgamation and Amalco becoming a wholly owned subsidiary of the Company.

The Transaction constitutes a reverse take-over of the Company pursuant to the policies of the TSXV.

On July 16, 2021, in connection with the Transaction, the Company completed a continuation from the Province of British Columbia into the Province of Alberta and, on continuance, changed its name from "Alphanco Venture Corp." to "Marvel Biosciences Corp. ".

Effective at the opening of markets on July 12, 2021, the Company commenced trading of its Common Shares on the TSXV under the new name, Marvel Biosciences Corp. The Company's new stock symbol on the TSXV is "MRVL".

The Company's new CUSIP number for its Common Shares is 57384M 10 7 and the new ISIN number is CA57384M1077.

There were no other changes in the corporate structure of the Company, and there was no change to the Company's financial year end or interim and annual reporting periods.

Item 3 Effective Date of the Transaction

June 14, 2021.

Item 4 Name of Each Party, if any, that ceased to be a Reporting Issuer after the Transaction and of each Continuing Entity

Not Applicable.

Item 5 Date of the Reporting Issuer's First financial Year-End after the Transaction, if applicable

Not Applicable.

Item 6 The Period, including comparative period, if any, of the Interim and Annual Financial Statements Required to be Filed for the Reporting Issuer's First Financial Year after the Transaction, if applicable

Not Applicable.

Item 7 Documents filed under NI 51-102 that describe the Transaction that describe the transaction and where those documents can be found in electronic format:

The following documents describing the Qualifying Transaction were filed on the System for Electronic Document Analysis and Retrieval (SEDAR) and are available under Marvel Biosciences Corp.'s profile at www.sedar.com:

- (a) Material Change Report dated August 30, 2021
- (b) News release dated July 8, 2021
- (c) Filing Statement dated March 16, 2021
- (d) Management information circular dated November 13, 2020

DATED this 21st day of September, 2021