

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

**Item One – Name and Address of Company**

Nova Leap Health Corp. (“**Nova Leap**” or the “**Company**”)  
5003-7071 Bayers Road  
Halifax, Nova Scotia  
B3L 2C2

**Item Two - Date of Material Change**

June 11, 2021

**Item Three - News Release**

The news release describing the material change was issued by the Company on June 11, 2021 and disseminated through the facilities of a recognized newswire service.

**Item Four - Summary of Material Change**

On June 11, 2021, Nova Leap announced the closing of its previously announced non-brokered private placement for gross proceeds of CAD\$5,499,999.36.

**Item Five - Full Description of Material Change**

On June 11, 2021, Nova Leap announced that it closed its non-brokered private placement (the “**Offering**”) through the issuance of 7,638,888 common shares (the “**Common Shares**”) for gross proceeds of CAD\$5,499,999.36 on June 11, 2021. The proceeds from the Offering will be used for acquisition and expansion purposes.

The Common Shares issued pursuant to the Offering are subject to a hold period until October 12, 2021. Insiders of the Company subscribed for an aggregate of 323,112 Common Shares. The portion of the Offering that is a related party transaction is exempt from the formal valuation and minority shareholder approval requirements of Multilateral Instrument 61-101 Protection of Minority Security Holders in Special Transactions as: (a) the Company’s securities are not listed or quoted on the Toronto Stock Exchange, Aequitas NEO Exchange Inc., the New York Stock Exchange, the American Stock Exchange, the NASDAQ Stock Market, or a stock exchange outside of Canada and the United States other than the Alternative Investment Market of the London Stock Exchange or the PLUS markets operated by PLUS Markets Group plc; (b) the portion of the Offering that is a related party transaction is less than \$2,500,000; and (c) the Company has one or more independent directors in respect of the Offering who are not employees of the Company and at least two-thirds of such directors have approved the Offering. The Company’s material change report in relation to the insiders’ participation in the Offering was not filed at least 21 days before the closing of the Offering as participation was not known at that time.

The Company paid cash finder’s fees of \$129,009.59 which was equal to 6.0% of the gross proceeds of the Offering raised through certain brokers.

**Item Six – Reliance on subsection 7.1(2) of National Instrument 51-102**

Not Applicable.

**Item Seven - Omitted Information**

Not Applicable.

**Item Eight - Executive Officer**

Christopher Dobbin, President and CEO (902) 401-9480.

**Item Nine – Date of Report**

June 17, 2021