

**Form 51-102f3
MATERIAL CHANGE REPORT**

Item 1. Name and Address of Company:

The name of the reporting issuer is RISE Life Science Corp. ("RISE" or the "Company"). Its principal office is located at 145 King Street West Suite 210, Toronto, Ontario, M5H 1J8.

Item 2. Proposed Date of Material Change:

February 1, 2019

Item 3. Press Release:

February 1, 2019 (attached)

Item 4. Summary of Material Change:

RISE has selected Solcanna S.A. de C.V. ("Solcanna") to act as a distributor of its Life Bloom Organics brand of CBD-based health and wellness products in Mexico.

Solcanna and RISE have planned this launch in the Mexican marketplace with an initial order of approximately Cdn\$350,000 to place product at retailers in Mexico City, Guadalajara, and Monterrey. The expectation is for recurring orders to be placed, additional Mexican markets to be launched, and additional products to be added to RISE's Mexican portfolio. Delivery of product to Solcanna is subject to regulatory approval from COFEPRIS.

Item 5. Full description of Material Change:

RISE has selected Solcanna S.A. de C.V. ("Solcanna") to act as a distributor of its Life Bloom Organics brand of CBD-based health and wellness products in Mexico.

Life Bloom Organics' proprietary 'Nano' hemp extract oral sprays can be found at natural health food markets, chiropractic offices, specialty retailers and medical dispensaries in Southern California, as well as online at www.lifebloomorganics.com. The initial purchase order executed with Solcanna will see Life Bloom Organics' Wellness formulation initially placed in three key Mexican markets: Mexico City, Guadalajara, and Monterrey.

Solcanna and RISE have planned this launch in the Mexican marketplace with an initial order of approximately Cdn\$350,000 to place product at retailers in Mexico City, Guadalajara, and Monterrey. The expectation is for recurring orders to be placed, additional Mexican markets to be launched, and additional products to be added to RISE's Mexican portfolio.

Delivery of product to Solcanna is subject to regulatory approval from COFEPRIS, the Mexican Secretariat of Health's agency responsible for the regulation of a variety of food- and health-related products in Mexico, to which application has been made.

Item 6. Reliance on Subsection 7.12(2) of National Instrument 51-102:

No reliance

Item 7. Omitted Information

No significant facts remain confidential in, and no information has been omitted from this report.

Item 8. Executive Officer

For further information, please contact Michael Campbell (416) 817-0533.

Item 9. Date of Report

February 5, 2019

RISE Life Science Announces CBD Product Distribution Arrangement for Mexico

Toronto, Ontario – (Newsfile Corp. – February 1, 2019) – RISE Life Science Corp. (CSE: RLSC) (the “Company and/or “RISE”) announced today that it has selected Solcanna S.A. de C.V. (“Solcanna”) to act as a distributor of its Life Bloom Organics brand of CBD-based health and wellness products in Mexico.

Life Bloom Organics’ proprietary ‘Nano’ hemp extract oral sprays can be found at natural health food markets, chiropractic offices, specialty retailers and medical dispensaries in Southern California, as well as online at www.lifebloomorganics.com. The initial purchase order executed with Solcanna will see Life Bloom Organics’ Wellness formulation initially placed in three key Mexican markets: Mexico City, Guadalajara, and Monterrey.

“We are pleased with this Solcanna partnership,” RISE President Ryan Rocca commented. “With hemp CBD regulations opening up, it’s the right time for international expansion. Mexico’s proximity to our Southern California operations, and the density and demographics of the three key metropolitan areas we’re launching there, make this a perfect opportunity to introduce our unique product to new markets.”

Solcanna and RISE have planned this launch in the Mexican marketplace with an initial order of approximately Cdn\$350,000 to place product at retailers in Mexico City, Guadalajara, and Monterrey. The expectation is for recurring orders to be placed, additional Mexican markets to be launched, and additional products to be added to RISE’s Mexican portfolio.

“We are very proud to embark on this mission in partnership with RISE Life Science Corp.”, said Moises Gomez-Reyna, CEO of Solcanna. “Our objective is to push forward with making the highest quality hemp derived CBD products with the latest delivery technology available to the Mexican market. With a population of over 123 million people, we have the opportunity to empower individuals in their quest for better health and quality of life by making wellness supplements accessible to everyone.”

Delivery of product to Solcanna is subject to regulatory approval from COFEPRIS, the Mexican Secretariat of Health’s agency responsible for the regulation of a variety of food- and health-related products in Mexico, to which application has been made.

About RISE Life Science Corp.

RISE is currently developing and evolving medical and adult-use hemp-based formulations to create general use health and well-being products for the emerging consumer category made

possible by the legalization of hemp in the United States pursuant to the Agricultural Improvement Act of 2018. The Company launched its CBD-based sexual wellness products in June 2018. The acquisition of Life Bloom Organics in July 2018 expanded RISE's portfolio of CBD products from sexual health and wellness products to include general wellness and sleep products and provides access to Life Bloom's existing channels of distribution and production in the United States and California in particular. RISE also leverages Life Bloom's proprietary process of nanotizing CBD for increased bioavailability (without psychoactivity) in future products created under the RISE brand umbrella.

Cautionary Statement Regarding Forward-Looking Information

The Canadian Securities Exchange has not reviewed this news release and does not accept responsibility for the adequacy or accuracy of this news release.

Statements in this news release that are forward-looking statements are subject to various risks and uncertainties concerning the specific factors disclosed here and elsewhere in RISE's periodic filings with Canadian securities regulators. When used in this news release, words such as "will, could, plan, estimate, expect, intend, may, potential, believe, should, target, goals, projections, anticipated" and similar expressions, are forward-looking statements. Forward-looking statements may include, without limitation, statements including the Company's expectations with respect to pursuing new opportunities and its future growth and other statements of fact.

Although RISE has attempted to identify important factors that could cause actual results, performance or achievements to differ materially from those contained in the forward-looking statements, there can be other factors that cause results, performance or achievements not to be as anticipated, estimated or intended, including, but not limited to: general economic conditions; pending and proposed legislative or regulatory developments including the impact of changes in laws, regulations and the enforcement thereof; reliance on funding models; operational and infrastructure risks including possible equipment failure and performance of information technology systems; intensifying competition resulting from established competitors and new entrants in the businesses in which the Company operates; insurance coverage of sufficient scope to satisfy any liability claims; fluctuations in total customers; technological change and obsolescence; loss of services of key senior management personnel; privacy laws; leverage and restrictive covenants; fluctuations in cash timing and amount of capital expenditures; tax-related risks; unpredictability and volatility of the price of the Company's securities; dilution; and future sales of the Company's securities. Further risks include operational risks of operating in the U.S.; U.S. federal regulation risks; variation in U.S. state regulations; change of U.S. cannabis laws; security risks; risks related to permits and authorizations; risks on liability, enforcement complaints etc.; banking risks; marketing, sales, manufacturing and distribution risk regarding our product growth plans; changes in laws; limited operating history; reliance on management; requirements for additional financing; hindering market growth and state adoption due to inconsistent public opinion and perception of the medical-use and adult use marijuana industry; and regulatory or

political change. There can be no assurance that such information will prove to be accurate or that management's expectations or estimates of future developments, circumstances or results will materialize. As a result of these risks and uncertainties, the results or events predicted in these forward-looking statements may differ materially from actual results or events. Accordingly, readers should not place undue reliance on forward-looking statements.

For Investor inquiries, please contact:
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