

ARCH BIOPARTNERS INC.

Re: Material Change Report Form 51-102F3

1. Name and Address of Company:

Arch Biopartners Inc., (the “Company”)

545 King Street West
Toronto, Ontario
M5V 1M1

Mailing:

545 King Street West
Toronto, Ontario
M5V 1M1

2. Date of Material Change:

November 19, 2025

3. News Release:

A news release was distributed via GlobeNewswire in Toronto on November 19, 2025. A copy of the News release is attached as Schedule “A”.

4. Summary of Material Change

The Company closed a private placement of common shares.

5. Full Description of Material Change

The Company announced it closed a non-brokered private placement offering of 576,923 common shares priced at \$1.04 per common share (the “Common Shares”) for gross proceeds of \$600,000 (the “Offering”).

The Offering was subject to certain conditions including, but not limited to, the receipt of applicable regulatory approvals, including Final Approval of the TSX Venture Exchange which was received by the Company on November 28, 2025.

All Common Shares issued in connection with the Offering are subject to a hold period of four months and one day from the closing date.

There is no material fact or material change about the Company that has not been generally disclosed.

Management of the Company believes the material changes described herein will have a positive impact on the Company's cash position, business operations and prospects for future corporate activity.

6. Reliance on subsection 7.1(2) or (3) of NI51-102

Not applicable.

7. Omitted Information

No information has been omitted from this report on the basis that it is confidential information.

8. Executive Officer

For further information regarding this report, please contact Richard Muruvé, a Director and CEO of the Company, at 647-428-7031.

The foregoing accurately discloses the material changes referred to herein.

DATED at Toronto, this 30th day of November, 2025.

SCHEDULE A
PRESS RELEASE -

November 19, 2025

Arch Biopartners Closes Non-Brokered Private Placement

TORONTO, November 19, 2025 (GLOBE NEWSWIRE) – [Arch Biopartners Inc.](#), (“Arch” or the “Company”) (TSX Venture: ARCH and OTCQB: ACHFF), announced today it has closed a non-brokered private placement offering of 576,923 common shares priced at \$1.04 per common share (the “Common Shares”) for gross proceeds of \$600,000 CAD (the “Offering”).

The final amount of the Offering was an increase of CAD \$100,000 from the amount originally disclosed to the market on November 10, 2025. The proceeds of the Offering will be used by Arch as general working capital and for certain operating expenses that are not covered by the Company’s human trial funding grants. The Offering is subject to certain conditions including, but not limited to, the receipt of applicable regulatory approvals, including final approval from the TSX Venture Exchange.

The Offering involved the issuance of 480,923 Common Shares to an officer of the Company and therefore a “related party” (as such term is defined under Multilateral Instrument 61-101 - *Protection of Minority Security Holders in Special Transactions* (“**MI 61-101**”)) and therefore constitutes a related party transaction under MI 61-101. This transaction is exempt from the formal valuation and minority shareholder approval requirements of MI 61-101 pursuant to sections 5.5(a) and 5.7(a) of MI 61-101, as the fair market value of the Common Shares distributed and the consideration received from the related party in the Private Placement does not exceed 25% of the Company's market capitalization.

All Common Shares issued in connection with the Offering are subject to a hold period of four months and one day from the closing date. There were no finders’ fees paid in connection with the Offering.

There is no material fact or material change about the Company that has not been generally disclosed.

About Arch Biopartners

Arch Biopartners Inc. is a therapeutic biotech company developing novel drugs for acute kidney injury (AKI) and chronic kidney diseases (CKD). The Company is advancing an integrated program that includes new treatments targeting inflammation- and toxin-related kidney injury.

Arch's development pipeline includes:

- [LSALT peptide](#): Phase II trial targeting cardiac surgery associated-AKI
- [Cilastatin](#): Repurposed drug in Phase II trial targeting toxin-induced AKI
- [CKD Therapeutics](#): pre-clinical program targeting chronic kidney disease

These assets represent distinct, mechanism-based approaches to treating and preventing common causes of kidney damage. Together, they target serious unmet needs in kidney care across both chronic and acute indications, affecting more than 800 million patients worldwide.

For more details about the Company's science and ongoing clinical trials, please visit: www.archbiopartners.com/our-science

Follow Arch on [LinkedIn](#), [Bluesky](#), and [X \(formerly Twitter\)](#) for scientific insights and industry news.

The Company has 66,933,289 common shares outstanding.

For more information, please contact:

Aaron Benson
Director of Communications
Arch Biopartners, Inc.
647-428-7031

Send a message or subscribe for email alerts at: www.archbiopartners.com/contact-us

Forward-Looking Statements

This press release contains forward-looking statements within the meaning of applicable Canadian securities laws regarding expectations of the Company's future performance, liquidity, and capital resources, as well as the ongoing development of its drug candidates targeting chronic kidney disease and the dipeptidase-1 (DPEP-1) pathway, including the outcome of its clinical trials relating to LSALT peptide (Metablok) or cilastatin, the successful commercialization and marketing of its drug candidates, whether the Company will receive, and the timing and costs of obtaining, regulatory approvals in Canada, the United States, Europe, and other countries, its ability to raise capital to fund its business plans, the efficacy of its drug candidates compared to the drug candidates developed by competitors, its ability to retain and attract key management personnel, and the breadth of, and its ability to protect, its intellectual property portfolio. These statements are based on management's current expectations and beliefs, including certain factors and assumptions, as described in the Company's most recent annual audited financial statements and related management discussion and analysis under the heading "Business Risks and Uncertainties". As a result of these risks and uncertainties, or other unknown risks and uncertainties, the actual results may differ materially from those contained in any forward-looking statements. The words "believe", "may", "plan", "will", "estimate", "continue", "anticipate", "intend", "expect", and similar expressions are intended to identify forward-looking statements, although not all forward-looking statements contain these identifying words. The Company undertakes no obligation to

update forward-looking statements, except as required by law. Additional information relating to Arch Biopartners Inc., including the Company's most recent annual audited financial statements, is available by accessing the Canadian Securities Administrators' System for Electronic Document Analysis and Retrieval ("SEDAR") website at www.sedarplus.ca.

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.