

THE BC BUD CORPORATION

NOTICE OF CHANGE IN CORPORATE STRUCTURE PURSUANT TO SECTION 4.9 OF NATIONAL INSTRUMENT 51-102

Item 1. Name and Parties to the Transaction

The BC Bud Corporation (formerly Entheos Capital Corp.) (the “**Company**”), The BC Bud Holdings Corp. (formerly the BC Bud Corporation)(“**Target**”) and the shareholders of the Target (the “**Vendors**”).

Item 2. Description of the Transaction

On September 29, 2021, the Company completed the acquisition (the “**Transaction**”) of all of the issued and outstanding shares of the Target pursuant to the terms of share exchange agreement dated March 15, 2021 (the “**Agreement**”).

On September 29, 2021, the Company changed its name from “Entheos Capital Corp.” to “The BC Bud Corporation”

Pursuant to the Transaction, the Company issued to the Vendors an aggregate of 26,250,000 common shares as consideration for their securities in the Target.

The common shares of the Company re-commenced trading on the Canadian Securities Exchange (the “**CSE**”) under its new symbol “BCBC” on September 30, 2021.

Item 3. Effective Date of the Transaction

September 29, 2021

Item 4. Names of Each Party, if any, that Ceased to be a Reporting Issuer Subsequent to the Transaction and of Each Continuing Entity

No party ceased to be a reporting issuer upon completion of the Transaction, and the Company continues as a reporting issuer in the provinces of British Columbia and Alberta and, as a result of its listing on the CSE, has become a reporting issuer in Ontario.

Item 5. Date of the Reporting Issuer’s First Financial Year-End Subsequent to the Transaction

The Company’s first financial year end subsequent to the completion of the Transaction will be February 28, 2022.

Item 6. The Periods of the Interim and Annual Financial Statements Required to be Filed for the Reporting Issuer's First Financial Year Subsequent to the Transaction

As the Company has a February 28 financial year end, the next period for which interim financial statements will be filed following the Transaction will be for the three and nine months ended November 30, 2021.

The period for which annual financial statements are required to be filed for the Company's first financial year subsequent to the Transaction is the period from March 1, 2021, being the commencement of the Company's financial year and ended February 28, 2022.

Item 7. Documents filed under NI 51-102 that Describe the Transaction

The Transaction is described in the following documents, all of which are available on the Company's profile on SEDAR:

- (a) News release dated February 11, 2021 and related material change report dated February 16, 2021 announcing the Transaction;
- (b) News release dated April 26, 2021 and related material change report dated May 4, 2021;
- (c) News release dated June 25, 2021 and related material change report dated June 28, 2021;
- (d) News release dated September 29, 2021 and related material change report dated September 29, 2021;
- (e) Management Information Circular dated June 21, 2021; and
- (f) Listing Statement of the Company dated September 29, 2021 in respect of the listing of its common shares on the CSE.

DATED October 1, 2021

THE BC BUD CORPORATION

By: "Brayden Sutton"
Brayden Sutton
Chief Executive Officer and Director