

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

Item 1 — Name and Address of Company

IM Cannabis Corp. (formerly Navasota Resources Inc.) (the “**Company**”)
550 Burrard St #2300
Vancouver, BC, V6C 2B5

Item 2 — Date of Material Change

October 4, 2019

Item 3 — News Release

A press release disclosing the material change was disseminated on October 4, 2019 through the facilities of Newsfile Corp.

Item 4 — Summary of Material Change

On October 4, 2019, the Company effected a change of name of the Company to “IM Cannabis Corp.” and consolidated its issued and outstanding common shares on a 1:2.83 basis.

Item 5 — Full Description of Material Change

5.1 — Full Description of Material Change

On October 4, 2019, the Company effected a change of name of the Company to “IM Cannabis Corp.” (the “**Name Change**”) and consolidated its issued and outstanding common shares on a 1:2.83 basis (the “**Share Consolidation**”). The Name Change and Share Consolidation were effected in connection with and in advance of the completion of the reverse takeover transaction between the Company and IMC Holdings Ltd. (“**IMC**”) pursuant to the terms and subject to the conditions of the amended and restated business combination agreement dated September 3, 2019 between the Company, IMC and Navasota Acquisition Ltd., a wholly-owned subsidiary of the Company.

5.2 — Disclosure for Restructuring Transactions

Not applicable.

Item 6 — Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7 — Omitted Information

Not applicable.

Item 8 — Executive Officer

Yael Harrosh
Corporate Secretary
+972-54-6687515

Item 9 — Date of Report

October 18, 2019.