

Form 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

THC BioMed Intl. Ltd.
P.O. Box 20033 Towne Centre
Kelowna, B.C. V1Y 9H2

Item 2: Date of Material Change

July 15, 2019

Item 3: News Release

A news release was issued and disseminated on July 17, 2019 and filed on SEDAR (www.sedar.com). A copy of the news release is attached as Schedule "A" hereto.

Item 4: Summary of Material Change

The Issuer has completed a private placement in which the Issuer issued 5,222,219 units ("Units") at a price of \$0.18 per Unit, for total proceeds of \$940,000 in cash and conversion of debt.

Item 5: Full Description of Material Change

The Issuer has completed a private placement in which the Issuer issued 5,222,219 units ("Units") at a price of \$0.18 per Unit, for total proceeds of \$940,000 in cash and conversion of debt. Each Unit consists of one common share and one common share purchase warrant. Each warrant entitles the holder to purchase one common share of the Company for a period of 36 months from closing at a price of \$0.30 per share.

The Company completed a private placement in which the Company issued 1,055,554 Units at a price of \$0.18 per Unit, for total proceeds of \$190,000.

The Company also completed an additional draw down of \$200,000 pursuant to the capital commitment agreement with Alumina Partners (Ontario) Ltd. ("Alumina"). The Company issued to Alumina 1,111,111 Units at a price of \$0.18 per Unit, for total proceeds of \$200,000. This private placement is being carried out in connection with the capital commitment agreement with Alumina that THC announced on August 11, 2017.

The Company has also issued 3,055,554 Units at a price of \$0.18 per Unit, to settle a total debt of \$550,000 with three of its contractors for past services rendered to the Issuer.

Item 6: Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable

Item 7: Omitted Information

None

Item 8: Executive Officer

John Miller, President & CEO
Telephone: 1-844-THCMEDS

Item 9: Date of Report
July 24, 2019

Schedule "A"



THC BIOMED INTL LTD.
P.O. Box 20033 Towne Centre
Kelowna, B.C. V1Y 9H2
www.thcbiomed.com

THC Closes a Private Placement THC Draws Down \$200,000 from Capital Commitment THC Settles Debt

THC.CSE

THCBF - OTC

TFHC.F

Vancouver, B.C. – (July 17, 2019) THC BioMed Intl Ltd. (CSE: THC), ("THC" or the "Company") announces that it has completed a private placement in which the Company issued 5,222,219 units ("Units") at a price of \$0.18 per Unit, for total proceeds of \$940,000 in cash and conversion of debt. Each Unit consists of one common share and one common share purchase warrant. Each warrant entitles the holder to purchase one common share of the Company for a period of 36 months from closing at a price of \$0.30 per share.

The Company completed a private placement in which the Company issued 1,055,554 Units at a price of \$0.18 per Unit, for total proceeds of \$190,000.

The Company also completed an additional draw down of \$200,000 pursuant to the capital commitment agreement with Alumina Partners (Ontario) Ltd. ("Alumina"). The Company issued to Alumina 1,111,111 Units at a price of \$0.18 per Unit, for total proceeds of \$200,000. This private placement is being carried out in connection with the capital commitment agreement with Alumina that THC announced on August 11, 2017.

The Company has also issued 3,055,554 Units at a price of \$0.18 per Unit, to settle a total debt of \$550,000 with three of its contractors for past services rendered to the Company.

The proceeds raised through the private placements will be used for general working capital and expansion of THC's facilities.

About THC

THC is an ACMPR Licensed Producer and Canada's largest supplier of legal Cannabis Genetics. THC is on the leading edge of scientific research and the development of products and services related to the medical cannabis industry. Management believes THC is well-positioned to be in the forefront of this rapidly growing industry. Please visit our website for a more detailed description of our business and services available. www.thcbiomed.com

President and CEO:

John Miller

THC Biomed Intl Ltd.

T: 1-844-THCMEDS

E: info@thcbiomed.com

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

Forward-Looking Information:

This press release may include forward-looking information within the meaning of Canadian securities legislation, concerning the business of THC. Forward-looking information is based on certain key expectations and assumptions made by the management of THC. In some cases, you can identify forward-looking statements by the use of words such as "will," "may," "would," "expect," "intend," "plan," "seek," "anticipate," "believe," "estimate," "predict," "potential," "continue," "likely," "could" and variations of these terms and similar expressions, or the negative of these terms or similar expressions. Although THC believes that the expectations and assumptions on which such forward-looking information is based are reasonable, undue reliance should not be placed on the forward-looking information because THC can give no assurance that they will prove to be correct. Forward-looking statements contained in this press release are made as of the date of this press release and include that (a) the investments will be used for the stated purposes and (c) THC will be in the forefront of this rapidly growing industry.

THC disclaims any intent or obligation to update publicly any forward-looking information, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws.