

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

Item 1. Name and Address of Company

Phyto Extractions Inc. (the “Company”)
5451 – 275 Street
Langley, BC V4W 3X8

Item 2. Date of Material Change

July 14, 2021

Item 3. News Release

The news release was issued and disseminated BayStreet and Stockwatch on July 14, 2021 and filed on SEDAR at www.sedar.com.

Item 4. Summary of Material Change

The Company announced the appointment of Oliver Foeste as the chief financial officer of the Company and the appointment of Paul Morgan as a director of the Company.

The Company also announced the resignation of Stephen Brohman CPA, CA as chief financial officer, corporate secretary and a director of the Company to focus on his other ventures.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

A full description of the material change is described in Item 4 above and in the attached News Release.

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

None.

Item 8. Executive Officer

Michael Forbes, President, CEO & Director (Chairman)
Telephone: (778) 715-5011

Item 9. Date of Report

July 14, 2021



Phyto Extractions Announces New CFO and New Director

LANGLEY, BC / July 14, 2021 / Phyto Extractions Inc. (formerly, Adastralabs Holdings Ltd.) (CSE: XTRX) (FRA: D2EP) (“**Phyto Extractions™**” or the “**Company**”) is pleased to announce the appointment of Oliver Foeste as the chief financial officer of the Company and the appointment of Paul Morgan as a director of the Company.

Oliver Foeste, CPA, CA, is founder and Managing Partner of Invictus Accounting Group LLP (Invictus), established in 2012, and has significant executive, director, finance, and restructuring experience across a number of industry sectors. Prior to Invictus, Mr. Foeste was in senior finance and accounting roles with TSX, TSX Venture Exchange, and NYSE listed issuers, and earned his CPA at Deloitte and a boutique tax advisory firm.

Paul Morgan, BA (Economics), LLB (First Class), has been a practicing lawyer in British Columbia since 2013 with a focus on corporate, commercial, real estate and general business law. Before starting Blue Bridge Law in the summer of 2020, Mr. Morgan was an associate at two different prominent business law firms in Victoria, British Columbia.

Stephen Brohman CPA, CA has resigned as chief financial officer, corporate secretary and a director of the Company to focus on his other ventures. Stephen joined the Company in 2018. Over the course of the last three years, Stephen has supported the Company in its transitions. He played a significant role in advancing the Company through licencing and its public company listing on the Canadian Securities Exchange. The board of directors would like to thank Mr. Brohman for his valuable contributions and wish him much success in his future endeavours.

About Phyto Extractions™

Phyto Extractions™ is an agricultural-scale cannabis extraction, distillation and product manufacturer located in Langley, BC at its co-located Health Canada Licensed Standard Processing (extraction and products, no cultivation), Sales (extracts, topicals, and edibles), and R&D through Adastralabs Inc. and Analytical Testing Laboratory through Chemia Analytics Inc.

**ON BEHALF OF THE BOARD
PHYTO EXTRACTIONS INC. (CSE:XTRX)**

CONTACT:

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The Canadian Securities Exchange has not reviewed or approved of any contents of this news release.