

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Reporting Issuer

Resinco Capital Partners Inc. (the “**Company**” or “**Resinco**”)
Suite 810 - 789 West Pender Street
Vancouver, BC
V6C 1H2

Item 2. Date of Material Change

January 15, 2019

Item 3. News Release

A news release was disseminated on January 16, 2019 through Newsfile Corp. and subsequently filed on SEDAR.

Item 4. Summary of Material Changes

The Company announced the acquisition of the remaining 51% of ReFormation Pharmaceuticals Corp. (“**ReFormation**”), a medical cannabis company developing innovative, first-in-class therapies to repair vital organs and stem cells by combining cannabinoids and an endogenous trigger of repair, in consideration for 29,000,000 common shares.

Item 5. Full Description of Material Change

The Company announced that it had acquired the remaining 51% of ReFormation. The Company previously acquired 49% of ReFormation’s outstanding shares on October 23, 2018.

The Company entered into a definitive agreement with ReFormation, pursuant to which ReFormation amalgamated with the Company’s wholly owned subsidiary, 1189879 B.C. Ltd., in consideration for 29,000,000 common shares of the Company. Upon completion of the transaction, Resinco’s investment in ReFormation is held through a wholly-owned subsidiary of the Company.

Finder’s fees were payable on this transaction in accordance with the policies of the Canadian Securities Exchange.

About ReFormation Pharmaceuticals Corp.

ReFormation is a medical cannabis pharmaceutical company headquartered in Toronto, Ontario, with its Research and Development team at the University of Oxford. The company is focused on an innovative approach to repair vital organs by combining cannabinoids and an endogenous trigger of repair (HMGB1). ReFormation is based on disruptive technology which will deliver a first in-class therapeutic. The company has identified a molecule that primes the body’s own stem cells from a diverse range of tissues to accelerate repair and regeneration following acute or chronic injury. The company’s research pipeline will deliver

further IP based on composition of matter and has a comprehensive work package of testing in animal models of diseases where no comparative treatment exists. ReFormation is led by world class scientist, CEO and Chief Science Officer, Professor Jagdeep Nanchahal, of the University of Oxford.

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

For further information, please contact:
Alexander Somjen
President and Chief Executive Officer
Telephone: 647-362-8998

Item 9. Date of Report

January 16, 2019