

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

- Item 1. Name and Address of Reporting Issuer
- Agra Ventures Ltd. the “Company”  
Suite 810 - 789 West Pender Street  
Vancouver, BC V6C 1H2
- Item 2. Date of Material Change
- April 5, 2022
- Item 3. News Release
- A news release was disseminated on April 5, 2022 through Globenewswire and subsequently filed on SEDAR.
- Item 4. Summary of Material Changes
- The Company announces that it has entered into an agreement with holders of the Company’s 10.00% Senior Unsecured Convertible Debentures (the “**Debentures**”) to amend the Debentures to extend the maturity date for an additional twelve months to March 12, 2023. The Company has additionally satisfied the aggregate accrued interest on the Debentures for the period from January 1, 2021 to December 31, 2021, totaling \$2,100,000, by the issuance of 1,200,000 common shares in the capital of the Company on a pro rata basis to the holders of the Debentures.
- Item 5. Full Description of Material Change
- Please see attached news release for a full description of the material change.
- 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:  
Elise Coppens  
Chief Executive Officer  
Telephone: 604-687-2038
- Item 9. Date of Report
- April 5, 2022



## NEWS RELEASE

# Agra Ventures Announces Agreement to Extend Maturity Date for Convertible Debentures

Vancouver, British Columbia / April 5, 2022 (Globe Newswire) – Agra Ventures Ltd. (“AGRA” or the “Company”) (CSE: AGRA) (OTC: AGFAF) (FRA: PU30), a growth-oriented and diversified company focused on the international cannabis industry, announces that it has entered into an agreement with holders of the Company’s 10.00% Senior Unsecured Convertible Debentures (the “Debentures”) to amend the Debentures to extend the maturity date for an additional twelve months to March 12, 2023. The Company has additionally satisfied the aggregate accrued interest on the Debentures for the period from January 1, 2021 to December 31, 2021, totaling \$2,100,000, by the issuance of 1,200,000 common shares in the capital of the Company on a pro rata basis to the holders of the Debentures.

### About Agra Ventures Ltd.

*Agra Ventures is a growth-oriented and diversified company focused on the international cannabis industry. The company is dedicated to the cultivation, distribution and marketing of high-quality cannabis and cannabis-infused products worldwide. Agra Ventures’ primary asset in Canada is Boundary Bay Cannabis located in Delta, BC, which is one of the largest cannabis greenhouse facilities focused on the cost-optimized cultivation of high-potency cannabis. Abroad, the company’s wholly owned subsidiary, Farmako GmbH, is focused on becoming Europe’s leading distributor of medical cannabis. Farmako currently has active product distribution operations in Germany and is fully licensed in the United Kingdom.*

For more information about Agra Ventures, please visit [www.agraventures.com](http://www.agraventures.com) and its profile page on SEDAR at [www.sedar.com](http://www.sedar.com).

### **ON BEHALF OF THE BOARD OF DIRECTORS**

Nick Kuzyk, Investor Relations

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*The CSE and Information Service Provider have not reviewed and does not accept responsibility for the accuracy or adequacy of this release.*

***Forward-looking Information Cautionary Statement***

*Except for statements of historic fact this news release contains certain “forward-looking information” within the meaning of applicable securities law. Forward-looking information is frequently characterized by words such as “plan” “expect” “project” “intend” “believe” “anticipate” “estimate” and other similar words or statements that certain events or conditions “may” or “will” occur. Forward-looking statements are based on the opinions and estimates at the date the statements are made and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those anticipated in the forward-looking statements including but not limited to delays or uncertainties with regulatory approvals including that of the CSE. There are uncertainties inherent in forward-looking information including factors beyond the Company’s control. There are no assurances that the business plans for Agra Ventures described in this news release will come into effect on the terms or time frame described herein. The Company undertakes no obligation to update forward-looking information if circumstances or management’s estimates or opinions should change except as required by law. The reader is cautioned not to place undue reliance on forward-looking statements. Additional information identifying risks and uncertainties that could affect financial results is contained in the Company’s filings with Canadian securities regulators which are available at [www.sedar.com](http://www.sedar.com).*

**SOURCE: Agra Ventures Ltd.**