

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

June 27, 2022

Item 3. News Release

A news release was disseminated on June 27, 2022 through Globenewswire and subsequently filed on SEDAR.

Item 4. Summary of Material Changes

The Company announces that David Grand has been appointed as AGRA’s new Chief Executive Officer (“CEO”) effective July 1, 2022, subject to the final acceptance of the Canadian Securities Exchange (the “CSE”).

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

June 27, 2022



NEWS RELEASE

Agra Ventures Appoints David Grand as its New Chief Executive Officer

The Transition from Ms. Coppens to Mr. Grand Will Take Place on July 1, 2022, Subsequent to Which Ms. Coppens Will Remain on the Board of Directors

Vancouver, British Columbia / June 27, 2022 (Globe Newswire) – Agra Ventures Ltd. (“AGRA” or the “Company”) (CSE: AGRA) (OTC: AGFAF) (FRA: PU31), a growth-oriented and diversified company focused on the international cannabis industry, is pleased to announce that David Grand has been appointed as AGRA’s new Chief Executive Officer (“CEO”) effective July 1, 2022, subject to the final acceptance of the Canadian Securities Exchange (the “CSE”). Based in Ontario, Mr. Grand is an accomplished professional with over 30 years of progressive experience in several industries from leading high-growth startups to national companies. AGRA’s outgoing CEO, Elise Coppens, will remain with the Company as a member of its Board of Directors.

Previously, David was the founder and former CEO of Muskoka Grown Limited from 2013 to 2020; the Chief Financial Director of GenCanna from 2014 to 2015; the President & Managing Director of the Private Client Division at Hampton Securities Limited from 2012-2014; and the Head of Retail Sales at Octagon Capital Corporation from 2004 to 2010. Mr. Grand is a strategist with strong business acumen and an entrepreneurial mindset. He has an excellent work ethic with the ability to take an idea from concept to execution, and is comfortable making key business decisions. David has a strong ability to connect with people, with a proven track record of fundraising, as well as being a mentor to employees.

Management Commentary

Elise Coppens, CEO, said, “It is a pleasure to transition the leadership of the Company to David and I am excited to welcome him to AGRA. Streamlining the Company over the last year and a half was necessary to position it for this transition and set AGRA’s next leader up for success. I

look forward to David putting his stamp on the Company and working hard to navigate the competitive landscape and create value.” Ms. Coppens added, “I will strive to make the transition as smooth as possible while remaining on the Company’s Board of Directors to govern, guide and observe as Mr. Grand executes on his vision for AGRA.”

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 and its profile page on SEDAR at www.sedar.com.

ON BEHALF OF THE BOARD OF DIRECTORS

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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.

SOURCE: Agra Ventures Ltd.