

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Biocure Technology Inc. (the "**Company**")
300-1055 West Hastings Street
Vancouver, British Columbia V6E 2E9

Item 2 Date of Material Change

January 2, 2020

Item 3 News Release

A news release was disseminated on January 2, 2020 through the facilities of Canada News Wire.

Item 4 Summary of Material Change

The Company has settled debt in the amount of \$42,000.

Item 5 Full Description of Material Change

The Company has settled debt in the amount of \$42,000 owed by the Company to three creditors of the Company in exchange for the issuance of 190,907 Common Shares at a deemed price of \$0.22 per share. All securities issued are subject to a statutory hold period, expiring on May 1, 2020.

Insiders of the Company acquired an aggregate of 136,362 shares as follows:

(a) Konstantin Lichtenwald, CFO and director, settled \$15,000 of debt through the issuance of 68,181 shares directly; and

(b) Sang Goo (Collin) Kim, director, settled \$15,000 of debt through the issuance of 68,181 shares indirectly through JNS Global Energy Inc; (collectively, the "**Insider Participation**").

The Insider Participation is considered a related party transaction within the meaning of Multilateral Instrument 61-101 - Protection of Minority Security Holders in Special Transactions ("**MI 61-101**").

The Insider Participation did not materially change the holdings of the interested parties.

The Company has not entered into any agreement with an interested party or a joint actor with an interested party except for the debt settlement agreements in respect of the Insider Participation. The board of directors approved the debt settlement directors, with Mssr. Lichtenwald and Kim abstaining. There are no prior valuations in respect of the Company and neither the board of the Company nor its officers are aware of the existence of any such valuation.

The Company has relied on the exemptions from the valuation and minority shareholder approval requirements of MI 61-101 contained in Sections 5.5(a) and 5.7(1)(a), respectively, of MI 61-101 in respect of such Insider Participation, as at the time the debt settlement transactions were agreed to, neither the fair market value of the subject matter of, nor the fair market value of the consideration for, the debt settlement transactions, insofar as it involves interested parties, exceeds 25 per cent of the Company's market capitalization.

The material change report in connection with the debt settlement transactions was not filed 21 days in advance of the closing of the debt settlement transactions for the purposes of Section 5.2(2) of MI 61-101 on the basis that the Company determined to complete the transactions promptly.

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

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer

Sang Mok Lee is knowledgeable about the material change and the Report and may be contacted (604) 609-7146 or info@biocuretech.com.

Item 9 Date of Report

January 3, 2020.