

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Reporting Issuer

Matica Enterprises Inc. (the “Company”)
Suite #1102 - 44 Victoria Street, Toronto, Ontario M5C 1Y2

Item 2: Dates of Material Change

April 23, 2020.

Item 3: News Release

A news release was issued on April 23, 2020 and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

The Company will be delaying the filing and delivery of certain of its continuous disclosure documents in accordance with Ontario Instrument 51-502 Temporary Exemption from Certain Corporate Finance Requirements of the Ontario Securities Commission (the “Blanket Exemption Order”), which was adopted for the purpose of providing certain filing and other relief to issuers in light of the challenges posted by the COVID-19 pandemic.

Item 5: Full Description of Material Change

The Company will be delaying the filing and delivery of certain of its continuous disclosure documents, in accordance with Ontario Instrument 51-502 Temporary Exemption from Certain Corporate Finance Requirements of the Ontario Securities Commission (the “Blanket Exemption Order”), which was adopted for the purpose of providing certain filing and other relief to issuers in light of the challenges posted by the COVID-19 pandemic.

The Company is relying on the Blanket Exemption Order in delaying (i) the filing of its annual consolidated financial statements and related management discussion and analysis for the year ended December 31, 2019 (collectively, the “Required Annual Filings”), and (ii) compliance with the delivery requirements of applicable securities laws relating to the Required Annual Filings, (iii) the filing of the business acquisition report with regard to the closing of the Company’s acquisition of a 70% equity interest in RoyalMax Biotechnology Canada Inc.

The officers and directors of the Company and certain other persons will remain subject to a trading black-out pursuant to which such persons are prohibited from trading in any securities of the Company until the end of the second full trading

day following the day on which the Required Annual Filings are filed on SEDAR and a corresponding news release is issued by the Company.

The Company currently intends to make the Required Annual Filings and to file the business acquisition report by May 31, 2020.

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

Not applicable.

Item 7: Omitted Information

None.

Item 8: Executive Officer

For more information please contact:

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Item 9: Date of Report

April 23, 2020.