

FORM 51-102F3 - MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Westcot Ventures Corp. (the "Company")
Suite 1080, 789 West Pender Street
Vancouver, British Columbia V6C 1H2

Item 2 Date of Material Change

March 5, 2019

Item 3 News Release

The news release attached hereto as Schedule "A" announcing the material change described herein was disseminated through the news dissemination services of Stockwatch on March 5, 2019.

Item 4 Summary of Material Change

Westcot Ventures Corp. announced changes to the board and management and termination of the previously announced share exchange agreement.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Westcot Ventures Corp. announced the appointment of Liam Corcoran as Chief Executive Officer of the Company. He succeeds Von Rowell Torres who has resigned as Chief Executive Officer, Corporate Secretary and a director of the Company. Mr. Corcoran currently serves as a director of the Company. He has extensive legal and business experience and is currently partner/owner of a multi-disciplinary legal practice with an emphasis on property insurance and related litigation. Mr. Corcoran was formerly an associate at a large Vancouver based law firm. He holds a law degree from Thompson Rivers University Law School and an undergraduate degree from McGill University.

The Company also announces the appointment of Yari Neiken to the Company's board of directors and as Chief Financial Officer following the resignation of Henry Chow. Mr. Neiken has a wide range of public company and capital market experience. He founded Foremost Capital Inc., an exempt market dealer and continues to consult for numerous issuers in the healthcare, mineral extraction and wellness sectors. He has served on the boards of several public and private issuers and has raised substantial capital in his career. He was formerly an investment adviser at Union Securities Corp. Mr. Neiken holds an MBA from the Sydney Graduate School of Management and a Bachelor of Arts degree from the University of British Columbia.

The Company would like to thank both Mr. Torres and Mr. Chow for their service.

Additionally, the Company would like to announce that, further to its news release of August 28, 2018, the share exchange agreement entered into with MMJ Technologies Inc. announced therein has been terminated. The Company is currently evaluating other potential business opportunities.

Please see attached News Release attached hereto as Schedule "A" for further details.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Liam Corcoran – Chief Executive Officer, Director
Phone: (604) 428-7050

Item 9 Date of Report

March 6, 2019

SCHEDULE "A"

**WESTCOT VENTURES CORP.
Suite 1080, 789 West Pender Street
Vancouver, BC V6H 1H2**

WESTCOT ANNOUNCES BOARD AND MANAGEMENT CHANGES; TERMINATION OF SHARE EXCHANGE AGREEMENT

March 5, 2019

Vancouver, British Columbia – Wescot Ventures Corp. (the "Company") (NEX: WET.H) is pleased to announce the appointment of Liam Corcoran as Chief Executive Officer of the Company. He succeeds Von Rowell Torres who has resigned as Chief Executive Officer, Corporate Secretary and a director of the Company.

Mr. Corcoran currently serves as a director of the Company. He has extensive legal and business experience and is currently partner/owner of a multi-disciplinary legal practice with an emphasis on property insurance and related litigation. Mr. Corcoran was formerly an associate at a large Vancouver based law firm. He holds a law degree from Thompson Rivers University Law School and an undergraduate degree from McGill University.

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Additionally, the Company would like to announce that, further to its news release of August 28, 2018, the share exchange agreement entered into with MMJ Technologies Inc. announced therein has been terminated. The Company is currently evaluating other potential business opportunities.

On Behalf of the Board of Directors

LIAM CORCORAN
Chief Executive Officer and Director

Neither TSXV nor its Regulation Services Provider (as that term is defined in the policies of the TSXV) accepts responsibility for the adequacy or accuracy of this release.