

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

Item 1 Name and Address of Company

Pivot Pharmaceuticals Inc. (the "Company")
1275 West 6th Avenue
Suite 300
Vancouver, British Columbia
V6H 1A6

Item 2 Date of Material Change

December 17, 2018.

Item 3 News Releases

News releases disclosing the material changes described herein were issued by the Company on December 18, 2018.

Item 4 Summary of Material Change

On December 18, 2018, the Company announced that it entered into an agreement with Cartagena Leaf Inc., a subsidiary of Mexico-based Licorera Del Sur, to create a joint venture corporation. The joint venture corporation will develop and commercialize cannabis-infused non-alcoholic beverages combining the expertise of Licorera del Sur with Pivot's patented Solumer™ and RTIC™ powderization technologies.

Item 5 Full Description of Material Change

The press release attached as Schedule "A" contain a full description of the material change.

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) 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

Further information can be obtained from Patrick Frankham, Chief Executive Officer of the Company, at (514) 943-1899.

Item 9 Date of Report

December 18, 2018.

SCHEDULE "A"