

NOTICE OF CHANGE IN CORPORATE STRUCTURE

pursuant to Section 4.9 of
National Instrument 51-102

To: Ontario Securities Commission
Alberta Securities Commission
BC Securities Commission
Manitoba Securities Commission

INTRODUCTION

Canntab Therapeutics Limited, formerly Telferscot Resources Inc. (the “**Issuer**”) has completed a triangular amalgamation (the “**Amalgamation**”) with one of its subsidiaries and Canntab Therapeutics Limited (“**Canntab**”), as set out below.

ITEM 1 - NAMES OF THE PARTIES TO THE TRANSACTION

The Issuer, Canntab and 2611780 Ontario Inc. (“**Newco**”) were parties to the Amalgamation.

ITEM 2 - DESCRIPTION OF THE TRANSACTION

On April 11, 2018, pursuant to the Amalgamation, Newco and Canntab amalgamated under the *Business Corporations Act* (Ontario) to form a new corporation (“**Amalco**”). Shareholders of Canntab were issued common shares in the capital of the Issuer on the basis of four common shares of the Issuer for each Canntab common share. As a result of the Amalgamation, Amalco is a wholly-owned subsidiary of the Issuer. Canntab was the reverse takeover acquirer under the Amalgamation.

Immediately prior to closing of the Amalgamation, the Issuer changed its name from Telferscot Resources Inc. to Canntab Therapeutics Limited (the “**Name Change**”) and consolidated its common shares on the basis of one post-consolidation share for each 200 pre-consolidation shares (the “**Consolidation**”).

At the Issuer’s special meeting held in Toronto, Ontario on March 22, 2018 (the “**Meeting**”), shareholders approved the Amalgamation, Name Change and Consolidation.

ITEM 3 - EFFECTIVE DATE OF THE TRANSACTION

The effective date of the Amalgamation was April 11, 2018.

ITEM 4 - NAMES OF EACH PARTY, IF ANY, THAT CEASED TO BE A REPORTING ISSUER SUBSEQUENT TO THE TRANSACTION AND NAMES OF THE CONTINUING ENTITIES

The Issuer continues to be a reporting issuer in the provinces of Ontario, British Columbia, Alberta and Manitoba. Amalco is not a reporting issuer.

ITEM 5 - THE DATES OF THE REPORTING ISSUERS’ FIRST FINANCIAL YEAR-ENDS AFTER THE TRANSACTION

The first financial year end for the Issuer is May 31, 2018.

ITEM 6 - THE PERIODS, INCLUDING THE COMPARATIVE PERIODS, IF ANY, OF THE INTERIM AND ANNUAL FINANCIAL STATEMENTS REQUIRED TO BE FILED FOR THE REPORTING ISSUERS' FIRST FINANCIAL YEAR AFTER THE TRANSACTION

- (a) Audited annual financial statements of the Issuer for the years ended December 31, 2017 and 2016;
- (b) Unaudited interim financial statements of Canntab for the nine months ended February 28, 2018 and 2017;
- (c) Unaudited interim financial statements of the Issuer for the three months ended March 28, 2018 and 2017;
- (d) Audited annual financial statements of the Issuer for the years ended May 31, 2018 and 2017;
- (e) Unaudited interim financial statements of the Issuer for the three months ended August 31, 2018 and 2017;
- (f) Unaudited interim financial statements of the Issuer for the six months ended November 30, 2018 and 2017;
- (g) Unaudited interim financial statements of the Issuer for the nine months ended February, 2019 and 2018; and
- (h) Audited annual financial statements of the Issuer for the years ended May 31, 2019 and 2018.

ITEM 7 - DOCUMENTS FILED UNDER NATIONAL INSTRUMENT 51-102 THAT DESCRIBE THE AMALGAMATION AND WHERE THOSE DOCUMENTS CAN BE FOUND IN ELECTRONIC FORMAT UNDER THE ISSUER'S PROFILE ON THE SYSTEM FOR ELECTRONIC DOCUMENT ANALYSIS AND RETRIEVAL (SEDAR) AT WWW.SEDAR.COM.

- 1. The Issuer Management Information Circular dated February 21, 2018.
- 2. The Issuer Press Release dated March 23, 2018.
- 3. The Issuer Articles of Amendment dated April 11, 2018.
- 4. The Issuer Articles of Amendment dated April 11, 2018.
- 5. The Issuer Press Release dated April 12, 2018.
- 6. The Issuer CSE Form 2A Listing Statement dated April 17, 2018.

DATED at Toronto, Ontario as of this 27th day of April, 2018.

CANNTAB THERAPEUTICS LIMITED