

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

1. **Reporting Issuer**

Canntab Therapeutics Limited (the “**Issuer**”)  
1 Adelaide Street East, Suite 801 Toronto,  
Ontario, M5C 2V9

2. **Date of Material Change**

September 11, 2018.

3. **News Release**

A news release with respect to the material change referred to in this report was disseminated on September 11, 2018 through Newsfile and filed on the system for electronic document analysis and retrieval (SEDAR) at [www.sedar.com](http://www.sedar.com).

4. **Summary of Material Change**

The Issuer is pleased to announce that it has retained Mackie Research Capital Corporation to act as financial advisor and that it has entered also into a services agreement with Hybrid Financial Limited to assist the Issuer with investor relations.

5. **Full Description of Material Change**

The material change is fully described in the news release attached hereto as Schedule "A".

6. **Reliance on Section 7.1(2) of National Instrument 51-102**

Not applicable.

7. **Omitted Information**

Not applicable.

8. **Executive Officer**

The senior officer who can answer questions regarding this report is Richard Goldstein, Chief Financial Officer. Mr. Goldstein can be reached at (416) 957-6303 or by email at [info@canntab.ca](mailto:info@canntab.ca).

9. **Date of Report**

September 13, 2018.

**Schedule "A"**

Please see attached.



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## **Canntab Therapeutics Launches Capital Markets Communications Strategy**

**Toronto, Ontario — September 11, 2018** — Canntab Therapeutics Limited (CSE: PILL) (the “**Company**” or “**Canntab**”) is pleased to announce that, effective today, the Company will be increasing its level of engagement with shareholders and with potential retail and institutional investors. Accordingly, it has retained the services of Mackie Research Capital Corporation (“**Mackie Research**”) to act as financial advisor to the Company and the services of Hybrid Financial Limited (“**Hybrid**”) to assist the Company with Investor Relations by effectively communicating the Company’s message to an increasingly broad range of investment advisors across Canada.

### **Operational Milestones**

Since listing on the Canadian Securities Exchange in April 2018, management has been particularly focused on executing on the Company’s business plan and furthering the numerous opportunities that have been in development and were discussed in detail in the Company’s Listing Statement, including, but not limited to, the following:

- Health Canada approval to begin research and development on cannabinoid-based oral sustained release formulations, as outlined in the Company’s news release of May 14, 2018;
- Filing of new patent applications related to the Company’s intellectual property portfolio, as outlined in the Company’s news releases of April 26, 2018 and May 25, 2018;
- Development and launch of new, innovative products, as outlined in the Company’s news release of June 20, 2018;
- Advancing discussions with FSD Pharma to bring about a second channel of production and distribution for the Company, as outlined in the Company’s news release of July 9, 2018; and
- Numerous other developments that are not yet in the public realm.

Management is pleased with the Company’s operational progress since its public listing and feels that it is time to turn a greater attention to growing awareness of the Company, its activities and the unique business opportunities being developed in the medicinal cannabis markets, and potentially in the recreational cannabis markets – both in Canada and Internationally. As such, the retention of both Mackie Research and Hybrid will play a key role in the Company’s developing communications strategy.

Mackie Research will provide a number of services to Canntab, including, but not limited to, capital markets advisory, financial and operational analysis, and recommendations on strategic growth objectives. They will be retained for an initial term of three months, continuing on a month-to-month basis thereafter. The Company can terminate the agreement at any time after the initial term, upon 15 days’ notice.

As part of the compensation for its services, the Company will (i) pay a monthly, non-refundable work fee of \$20,000 to Mackie Research; and (ii) grant 200,000 options (the “**Mackie Options**”) to Mackie Research. Each Mackie Option entitles the holder thereof to purchase one common share in the capital of the Company (“**Common Share**”) at an exercise price of \$1.02 at any time up to 36 months following the date hereof. The Mackie Options are subject to a vesting

schedule, with 100,000 Mackie Options vesting immediately and the balance of 100,000 Mackie Options vesting if the daily volume weighted average trading price of the Common Shares is greater than \$1.25 for 20 consecutive trading days within six months of issuance.

Hybrid will be assisting the Company in speaking to, and answering questions from, the many investment advisors in touch with the Company on a regular basis. Hybrid will be retained for an initial term of three months, continuing on a month-to-month basis thereafter. The Company can terminate the agreement at any time after the initial term, upon 15 days' notice.

As part of the compensation for its services, the Company will (i) pay a monthly fee of \$14,000 to Hybrid; and (ii) grant 250,000 options (the "**Hybrid Options**") to Hybrid. Each Hybrid Option entitles the holder thereof to purchase one Common Share at an exercise price of \$1.02 at any time up to five years following the date hereof. The Hybrid Options are subject to a vesting schedule, with 1/4 of the Hybrid Options vesting on each of December 12, 2018, March 12, 2019, June 12, 2019 and September 12, 2019.

### **About Canntab**

Canntab Therapeutics Limited is a Canadian cannabis oral dosage formulation company based in Markham Ontario, engaged in the research and development of advanced pharmaceutical grade formulations of cannabinoids. Canntab has developed in-house technology to deliver standardized medical cannabis extract from selective strains in a variety of extended/sustained release pharmaceutical dosages for therapeutic use. Simply put, Canntab's mission is to put the "Medical" into medicinal cannabis!

### **FOR ADDITIONAL INFORMATION, PLEASE CONTACT:**

#### **Canntab Therapeutics Limited**

Richard Goldstein, CFO  
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Email: [info@canntab.ca](mailto:info@canntab.ca)

### **Forward Looking Statements**

Certain statements included in this press release constitute forward-looking information or statements (collectively, "forward-looking statements"), including those identified by the expressions "anticipate", "believe", "plan", "estimate", "expect", "intend", "may", "should" and similar expressions to the extent they relate to the Company or its management. The forward-looking statements are not historical facts but reflect current expectations regarding future results or events. This press release contains forward looking statements. These forward-looking statements are based on current expectations and various estimates, factors and assumptions and involve known and unknown risks, uncertainties and other factors. Although management of the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements or forward-looking information, there may be other factors that cause results not to be anticipated, estimated, or intended.

Neither the Canadian Securities Exchange (the "**CSE**") nor its Market Regulator (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.