

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

CORE ONE LABS INC.
Suite 820, 1130 West Pender Street
Vancouver, BC V6E 4A4

Item 2. Date of Material Change

November 14, 2019

Item 3. News Release

The news release was issued on November 18, 2019 and was disseminated by Newswire.

Item 4. Summary of Material Change

On November 14, 2019, the Company completed the acquisition of Rainy Daze Cannabis Corp. ("Rainy Daze") by purchasing all issued and outstanding shares of Rainy Daze in exchange for \$100,000 cash and by issuing an aggregate of 3,500,000 unrestricted common shares of the Company to the shareholders of Rainy Daze.

Item 5. Full Description of Material Change

Pursuant to a Share Purchase Agreement (the "SPA") dated November 1, 2019, among the Company, Rainy Daze Cannabis Corp., and shareholders of Rainy Daze (collectively, the "Vendors"), the Company acquired all of the issued and outstanding shares of Rainy Daze. Rainy Daze has entered into a sublease for a facility currently under construction in Sooke, B.C. that includes approximately 2,210 sq. ft. of canopy space and 3,500 sq. ft. of operational space. Rainy Daze also has rights to 15 proprietary genetic strains.

To close the acquisition of Rainy Daze, the Company paid \$100,000 cash and issued a total of 3,500,000 unrestricted common shares of the Company to the shareholders of Rainy Daze, as follows:

Name	Number of Shares Issued	Market Value (CDN\$)
Chadwick Clelland	350,000	\$147,000
Rachael Biggs	1,050,000	\$441,000
Skyla Stapelmann	1,050,000	\$441,000
Farbod Shahrokhi	1,050,000	\$441,000

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

Brad Eckenweiler
Chief Executive Officer
(866) 347-5058

Item 9. Date of Report

November 19, 2019