

BC FORM 51-102F3
MATERIAL CHANGE REPORT
UNDER SUBSECTION 7.1(1) OF NATIONAL INSTRUMENT 51-102

Item 1 Name and Address of Company

OSOYOOS CANNABIS INC.
1400, 1125 Howe St,
Vancouver, BC V6Z 2K8

Item 2 Date of Material Change: January 3, 2019

Item 3 News Release: Dated January 3, disseminated under section 7.1 of National Instrument 51-102

Item 4 Summary of Material Change: The Issuer Announces *Corporate Update*

Item 5 Full Description of Material Change: See attached News Release

Item 6 Reliance on Section 7.1(2) OR (3) OF National Instrument 51-102

The Company is not relying on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

There is no omitted information.

Item 8 Senior Officers

Gerry Goldberg, CEO of the Company, is knowledgeable about the material change and this report. His business telephone no. is 416 460-3000 He can also be contacted by Email at gerrygoldbergcpa@gmail.com.

Item 9 Dated the 3rd day of January, 2019.

“Gerry Goldberg”, CEO

OSOYOOS CANNABIS INC.

News Release

CORPORATE UPDATE

January 3, 2018 - Toronto, Ontario - Osoyoos Cannabis Inc. (“Osoyoos” or the “Company”) is pleased to provide an update on recent events.

The Company’s submission to list its common shares on the Canadian Securities Exchange (the “CSE”) is in the review stage with the CSE - the Company looks forward to the listing of its common shares for trading upon satisfaction of the requirements of the CSE.

Mr. Roger Dent has resigned from the Board due to conflicting business responsibilities - he will continue to assist the Company on an independent consultant basis as required. The board is very appreciative of Mr. Dent’s assistance and wishes him well in his future endeavors.

The Company is pleased to announce the appointment of Mr. Michael Ash to the Board. Michael has extensive industry expertise in the areas of domestic and international sales and distribution, product and brand development, and product packaging. It is expected that the Company will benefit from Michael’s extensive network of retail relationships to develop distribution networks for the Company’s products.

Mr. Doug Wallis has resigned as Chief Financial Officer. The Board thanks Doug for his service and wishes him well moving ahead. Doug will remain available as an independent consultant as circumstances require.

Mr. Rakesh Malhotra, CA, has been appointed as Chief Financial Officer to replace Mr. Wallis. Rakesh has over 25 years of experience as a CFO and a consultant to various public companies in both Canada and USA; the Company welcomes and looks forward to working with him.

The Company’s present management team and Board are comprised of:

Gerry Goldberg – CEO, Chairman, director
Rakesh Malhotra – CFO
Tyler Devenyi – Chief Operating Officer
John McMahon – independent director
Michael Ash – independent director
Sara Lee Irwin – independent director
Ernie Eves - independent director

Mr. Gerry Goldberg, CEO, stated, “We are pleased that Osoyoos continues to achieve its goals – we have set a strong course and are confident that in short order we will be in a position to provide better liquidity to market participants by listing on the CSE. We thank our shareholders for the confidence that they have shown; we look forward to a rewarding year.”

About Osoyoos Cannabis Inc.

Osoyoos Cannabis Inc. is an early stage public company which will be in the business of producing cannabis extracts from raw cannabis using CO₂ extraction processing technology. The Company will initially operate from a facility located in Oliver, British Columbia once it has received a processing license from Health Canada.

ON BEHALF OF THE BOARD

OSOYOOS CANNABIS INC.

“*GERRY GOLDBERG*”
CEO

For further information contact: Gerry Goldberg
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Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release.

DISCLAIMER & READER ADVISORY

Certain statements contained in this press release constitute forward-looking information. These statements relate to future events or future performance. The use of any of the words “will”, “expect”, “proceeding”, “continue” and similar expressions and statements relating to matters that are not historical facts are intended to identify forward-looking information and are based on the Company’s current belief or assumptions as to the outcome and timing of such future events. Actual future results may differ materially. In particular, this release contains forward-looking information relating to the intention of the Company to become licensed in Canada to produce cannabis extracts. Various assumptions or factors are typically applied in drawing conclusions or making the forecasts or projections set out in forward-looking information. Those assumptions and factors are based on information currently available to the parties. The material factors and assumptions include the parties being able to obtain the necessary corporate, regulatory and other third-party approvals; licensing and other risks associated with Cannabis Act (Canada) operations. The forward-looking information contained in this release is made as of the date hereof and the parties are not obligated to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable securities laws. Because of the risks, uncertainties and assumptions contained herein, investors should not place undue reliance on forward-looking information. The foregoing statements expressly qualify any forward-looking information contained herein.

This press release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”) or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available. Not for distribution to U.S. Newswire Services or for dissemination in the United States. Any failure to comply with this restriction may constitute a violation of U.S. Securities laws.