

LEVIATHAN NATURAL PRODUCTS INC.

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

Item 1: Name and Address of Company

Leviathan Natural Products Inc. (the “**Company**” or “**Leviathan**”)
250 The Esplanade, Suite 116
Toronto, Ontario
M5H 4J6

Item 2: Date of Material Change

July 21, 2020.

Item 3: News Release

A news release was issued and disseminated on July 21, 2020 and filed on SEDAR at www.sedar.com, a copy of which is attached hereto as Schedule "A".

Item 4: Summary of Material Change

The Company is reporting that it has changed its corporate name from "Leviathan Cannabis Group Inc." to "Leviathan Natural Products Inc." effective July 21, 2020. The common shares of the Company commenced trading on the Canadian Securities Exchange under the Company's new name on the same day. The Company continues to trade under the ticker "EPIC".

Item 5.1: Full Description of Material Change

See attached news release at Schedule "A" to this report.

Item 5.2: Disclosure for Restructuring Transactions

Not applicable.

Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102 (Confidentiality)

Not applicable.

Item 7: Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8: Executive Officer

For additional information with respect to this material change, the following person may be contacted:

Martin Doane, Chief Executive Officer
250 The Esplanade, Suite 116
Toronto, Ontario
M5H 4J6
(416) 903-6691

Item 9: Date of Report

This report is dated as of July 24, 2020.

SCHEDULE "A"

(See attached)

Leviathan Cannabis Announces Name Change to Leviathan Natural Products Inc.

Toronto, Ontario--(Newsfile Corp. - July 21, 2020) - **Leviathan Cannabis Group Inc.** (CSE: EPIC) (the "**Company**" or "**Leviathan**") is pleased to announce that it has changed its corporate name from "Leviathan Cannabis Group Inc." to "Leviathan Natural Products Inc." effective today. The common shares of the Company commence trading today on the Canadian Securities Exchange ("**CSE**") under the Company's new name. The Company continues to trade under the ticker "EPIC".

The CUSIP/ISIN number assigned to Leviathan's shares remains unchanged, and no action is required to be taken by shareholders with respect to the name change. Outstanding share certificates are not affected by the name change and do not need to be exchanged.

The name change reflects the Company's continued emphasis on creating a proprietary portfolio of health and wellness focused cannabinoid products.

The Company encourages all current and potential shareholders to visit its website at www.Leviathan-Naturals.com.

About Leviathan Natural Products

Leviathan Natural Products concentrates on non-psychoactive hemp derived products for the health and wellness market. Leviathan plans on executing a series of buy and build transactions extending across all vertical markets in Canada and internationally. The Company's global capabilities position it to become a leading multi-jurisdictional cannabinoid producer - one that brings together the best cannabinoid products, brands and expertise from Canada and around the world. The Leviathan portfolio currently comprises Jekyll+Hyde Brand Builders Inc., a marketing services agency specializing in the cannabis/hemp sector; Leviathan US Inc., which intends to begin manufacturing cannabidiol products in August 2020 from its facility in Carthage, Tennessee; LCG Holdings Inc., a hemp cultivation and processing facility in Carmen de Viboral, Colombia, which expects to be operational in calendar Q4 2020; and Woodstock Biomed Inc., which is planning to retrofit a substantial greenhouse production facility in Pelham, Ontario, pending the expiration of the interim control by-law imposed by the Town of Pelham on July 15, 2020 and subject to the newly introduced zoning by-law and other related amendments that may restrict cannabis and hemp operations.

www.Leviathan-Naturals.com

For more information, contact Martin J. Doane, CEO, Leviathan Natural Products Inc. at 416.903.6691 or Jayne Beckwith, Chief Communications Officer, Leviathan Natural Products Inc. at 416. 806.0591.

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

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CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS:

Certain information in this press release constitutes forward-looking statements under applicable securities laws. Any statements that are contained in this news release that are not statements of historical fact may be deemed to be forward-looking statements. Forward-looking statements are often identified by terms such as "may", "should", "anticipate", "expect", "potential", "believe", "intend" or negatives of these terms and similar expressions. Forward-looking statements are based on certain assumptions, including that renovations at the Carthage, Tennessee facility will be completed sufficiently

quickly, the Company being able to secure sufficient hemp biomass to enable commercial production at the Carthage, Tennessee facility, pre-construction and construction activities will be completed at the Carmen de Viboral, Colombia facility by Q4/2020, the Company will obtain equipment financing for construction activities and the purchase of extraction equipment at the Carmen de Viboral facility, and that the Town of Pelham, Ontario will terminate the cannabis interim control by-law on July 15, 2020 and the newly introduced zoning by-law and other related amendments will not unduly restrict the Company's cannabis and hemp operations. Other assumptions include the successful application to be a licensed cannabis producer and seller, expected revenue will not be less than necessary to fund growth opportunities and the financing of the construction of the greenhouses, results and profits from operations will not be less than required to fund growth opportunities and construction of greenhouses, performance, industry trends, growth opportunities will be available, and general business, economic, competitive, political and social uncertainties will not prevent the Company from conducting its business. While Leviathan considers these assumptions to be reasonable based on information currently available, they are inherently

subject to significant business, economic and competitive uncertainties and contingencies and they may prove to be incorrect. Forward- looking information speaks only to such assumptions as of the date of this release.

Forward-looking statements also necessarily involve known and unknown risks, including without limitation, risks associated with general economic conditions, adverse industry events, marketing costs, loss of markets, future legislative and regulatory developments, the inability to access sufficient capital on favourable terms, the medical and recreational cannabis industry in Canada and internationally, income tax and regulatory matters, the ability of Leviathan to execute its business strategies, competition, crop failure, currency and interest rate fluctuations, time delays to complete renovations at Carthage, Tennessee facility, the inability to secure sufficient hemp biomass to enable commercial production at the Carthage, Tennessee facility, delays in construction of the Carmen de Viboral, Colombia facility, the inability to obtain equipment financing for the Carmen de Viboral facility, the risk that the newly introduced zoning by-law and other related amendments will unduly restrict the Company's cannabis and hemp operations in the Town of Pelham, Ontario and other risks. Readers are cautioned that the foregoing is not exhaustive. Readers are further cautioned not to place undue reliance on forward-looking statements as there can be no assurance that the plans, intentions or expectations upon which they are placed will occur. Such information, although considered reasonable by management at the time of preparation, may prove to be incorrect and actual results may differ from those anticipated. Forward-looking statements are not guarantees of future performance. The purpose of forward-looking information is to provide the reader with a description of management's expectations, and such forward-looking information may not be appropriate for any other purpose.

Except as required by law, Leviathan disclaims any obligation to update or revise any forward-looking statements, whether as a result of new information, events or otherwise. Forward- looking statements contained in this news release are expressly qualified by this cautionary statement.

Source: Leviathan Natural Products Inc.



To view the source version of this press release, please visit <https://www.newsfilecorp.com/release/60137>