

**Form 51-102F3**  
**Material Change Report**

**Item 1 Name and Address of Company**

1CM Inc. (the “Issuer” or “1CM”)  
625 Cochrane Drive  
Suite 802  
Markham, ON  
L3R 9R9

**Item 2 Date of Material Change**

February 24, 2023

**Item 3 News Release**

The news release attached hereto as Schedule “A” announcing the material change described herein was disseminated on February 24, 2023 and filed on SEDAR.

**Item 4 Summary of Material Change**

The Issuer announced that sales have commenced at specified store locations in British Columbia, Saskatchewan and Ontario, and that Harshil Chovatiya has replaced Linda Marabeti Romano as Chief Financial Officer of 1CM.

**Item 5 Full Description of Material Change**

Please see the news release attached as Schedule “A” for a full description of the material change.

**5.2 Disclosure for Restructuring Transactions**

Not applicable.

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

The Issuer is not relying on sub-section 7.1 (2) of National Instrument 51-102 or the equivalent provisions of the securities legislation in other jurisdictions governing the Issuer for the filing of this report.

**Item 7 Omitted Information**

No information has been omitted from this report on the basis that is confidential information.

**Item 8 Executive Officer**

For further information, please contact Tanvi Bhandari, Chief Executive Officer, at tel: (717) 888-8889 email: tanvi@1cminc.ca.

**Item 9 Date of Report**

Dated at Toronto, Ontario this 2nd day of March, 2023.

## SCHEDULE "A"

### **1CM INC. ANNOUNCES APPROVAL & OPENING OF LOCATIONS IN BRITISH COLUMBIA, SASKATCHEWAN, ONTARIO, AND THE APPOINTMENT OF HARSHIL CHOVIYA AS NEW CFO**

Toronto, Ontario--(Newsfile Corp. – February 24, 2023) - 1CM Inc. (CSE: EPIC) (OTCQB: MILFF) (FSE: IQ70) (the "**Company**" or "**1CM**") is please to announce they have received approval and commenced sales at the following locations:

#### **British Columbia**

1. COST CANNABIS Inc. – Revelstoke, British Columbia
2. COST CANNABIS Inc. – Armstrong, British Columbia

#### **Saskatchewan**

3. COST CANNABIS Inc. – Regina, Saskatchewan

#### **Ontario**

4. COST CANNABIS (Tirthankar Ltd.) – Brantford, Ontario

#### **Appointment of Harshil Chovatiya as CFO**

1CM INC. would like to announce that the Board has appointed Harshil Chovatiya as Chief Financial Officer. Mr. Chovatiya replaces Linda Marabeti Romano, who has been serving as the Company's Chief Financial Officer since August 31<sup>st</sup> 2022, effective immediately.

#### **About 1CM Inc.**

1CM Inc. is a multi-jurisdictional, multidimensional cannabis company focused on its retail customers and technology to democratize cannabis markets. Our vision is to be a leading cannabis company globally with solutions that add value to consumers and companies. The Company is focused on expanding its current operations through organic growth and by way of merger and acquisition transactions.

For more information, please contact:

Tanvi Bhandari  
CEO  
1CM Inc.  
Tel: (717) - 888 -8889  
[tanvi@1cminc.com](mailto:tanvi@1cminc.com)

**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 successful application to be a licensed cannabis producer and seller, expected growth, results from operations, performance, industry trends and growth opportunities. While 1CM Inc. 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. Readers are cautioned not to place undue reliance on forward-looking statements.

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 favorable terms, the medical and recreational cannabis industry in Canada in general, income tax and regulatory matters, the ability of 1CM Inc. to execute its business strategies, competition, crop failure, currency and interest rate fluctuations 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. Except as required by law, 1CM Inc. 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: 1CM Inc.**

*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.*