

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

Item 1 Name and Address of Company

GreenStar Biosciences Corp. (the “**Company**”) – Suite 717 – 1030 West Georgia Street,
Vancouver, BC, V6E 2Y3

Item 2 Date of Material Change

April 15, 2020

Item 3 News Release

The news release attached hereto as Schedule “A” announcing the material change described herein was disseminated through the news dissemination services of Newsfile on April 16, 2020.

Item 4 Summary of Material Change

The Company announced the resignation of Faizaan Lalani from its Board of Directors, effective April 15, 2020.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please see the press 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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Tom Baird, CEO
Telephone: (604) 834-9499

Item 9 Date of Report

April 17, 2020

Schedule "A"



GREENSTAR
BIOSCIENCES

GREENSTAR BIOSCIENCES ANNOUNCES RESIGNATION OF INDEPENDENT BOARD MEMBER

April 17, 2020 Vancouver, B.C. - GreenStar Biosciences Corp. ("GreenStar" or the "Company") (CSE:GSTR), announced today the resignation of Faizaan Lalani from its Board of Directors for personal reasons.

The Company wishes to thank Faizaan for his many years of service and contributions during his tenure as Director of the Company. The Company will immediately begin a search for a new independent board member to replace Faizaan.

About GreenStar

GreenStar is a growth-oriented technology and services company that provides real estate, financial, management, IP and branding support to licensed cannabis businesses in the United States. GreenStar operates a growing portfolio of tenant partner companies in the United States. GreenStar applies refined strategies tested in the Washington State market to help partner companies reach their full potential. Based in Vancouver, BC, GreenStar intends to facilitate growth through acquisitions and development of additional assets, products and technologies in legal cannabis markets by leveraging its capital markets, branding and operational expertise.

For further information please contact:

GreenStar Biosciences Corp.

Tom Baird, CEO

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*THE CSE HAS NOT REVIEWED AND DOES NOT ACCEPT RESPONSIBILITY FOR THE
ACCURACY OR ADEQUACY OF THIS RELEASE.*