

Form 51-102F3
MATERIAL CHANGE REPORT

ITEM 1 Reporting Issuer

BEE VECTORING TECHNOLOGIES INTERNATIONAL INC. (the “Company”)
Suite 1430 – 800 West Pender St.
Vancouver, BC V6C 2V6

ITEM 2 Date of Material Change

February 16, 2018

ITEM 3 News Release

A press release setting out information relating to the material change described herein was issued by the Company on February 16, 2018 and disseminated through the facilities of Nasdaq/Globenewswire.

ITEM 4 Summary of Material Change

The Company announced the closing of its non-brokered private placement for gross proceeds of C\$1,575,000. 6,300,000 units were issued at a price of \$0.25 per unit. Each unit is comprised of one common share and one half of one common share purchase warrant with each whole warrant being exercisable for one year at a price of \$0.30.

ITEM 5 Full Description of Material Change

See the news release attached.

ITEM 6 Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102

Not Applicable

ITEM 7 Omitted Information

Not Applicable

ITEM 8 Executive Officer

Ashish Malik, President
Tel: (604) 638-8063

ITEM 9 Date of Report

February 19, 2018



THIS RELEASE IS NOT FOR DISTRIBUTION TO U.S. NEWS WIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES

Bee Vectoring Closes Private Placement

Mississauga, ON – February 16, 2018 – Bee Vectoring Technologies International Inc. (the “Company” or “BVT”) (TSXV: BEE) is pleased to announce the closing of its non-brokered private placement for gross proceeds of C\$1,575,000 (the “Offering”). The Offering was oversubscribed and the Company issued an additional 1,500,000 units as to what was previously announced for a total of 6,300,000 units of the Company at a price of \$0.25 per unit.

Each unit consists of one common share and one half of one common share purchase warrant (“Unit”). Each whole common share purchase warrant (“Warrant”) entitles the holder to purchase one additional common share at a price of C\$0.30 per common share until February 16, 2019.

BVT will apply the net proceeds of the Offering to support its commercialization plans for the US, continuation of selective market expansion projects including developing opportunities in additional crops and advancing registration activities in new countries, and for general working capital purposes.

The Company paid commissions to finders under the Offering consisting of cash fees of C\$105,600 and the issue of 422,400 finder’s warrants. Each finder’s warrant entitles the holder to purchase one common share of the Company at a price of C\$0.30 per common share until February 16, 2019.

All securities issued or issuable under the Offering are subject to a four-month hold period expiring on June 17, 2018 in addition to such other restrictions as may apply under applicable securities laws in jurisdictions outside of Canada.

Final closing of this Offering has received final acceptance by the TSX Venture Exchange.

About [Bee Vectoring Technologies International Inc.](#)

BVT has developed and owns patent-pending bee vectoring technology that is designed to harmlessly utilize bumblebees and honeybees as natural delivery mechanisms for a variety of powdered mixtures comprised of organic compounds that inhibit or eliminate common crop diseases, while at the same time stimulating and enhancing the same crops. This unique and proprietary process enables a targeted delivery of crop controls using the simple process of bee pollination to replace traditional crop spraying, resulting in better yields, superior quality and less impact on the environment without the use of water or disruptions to labour.

Additional information can be viewed at the Company’s website www.beevt.com

On Behalf of Bee Vectoring Technologies International Inc.,

“Ashish Malik”
President & CEO

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Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

This press release contains "forward-looking information" that is based on the Company's current expectations, estimates, forecasts and projections. This forward-looking information includes, among other things, statements with respect to the Company's development plans and the closing of the Offering and TSX Venture Exchange approval of the Offering. The words "will", "anticipated", "plans" or other similar words and phrases are intended to identify forward-looking information. Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the Company's actual results, level of activity, performance or achievements to be materially different from those expressed or implied by such forward-looking information. Should any factor affect the Company in an unexpected manner, or should assumptions underlying the forward-looking information prove incorrect, the actual results or events may differ materially from the results or events predicted. Any such forward-looking information is expressly qualified in its entirety by this cautionary statement. Moreover, the Company does not assume responsibility for the accuracy or completeness of such forward-looking information. The forward-looking information included in this press release is made as of the date of this press release and the Company undertakes no obligation to publicly update or revise any forward-looking information, other than as required by applicable law.

The securities referred to in this news release have not been, nor will they be, registered under the United States Securities Act of 1933, as amended, and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons absent U.S. registration or an applicable exemption from the U.S. registration requirements. This news release does not constitute an offer for sale of securities for sale, nor a solicitation for offers to buy any securities. Any public offering of securities in the United States must be made by means of a prospectus containing detailed information about the company and management, as well as financial statements.