

Form 51-102F3

Material Change Report

Item 1 Name and Address of Company

Bee Vectoring Technologies International Inc. (the “**Issuer**”)
#7 - 4160 Sladeview Crescent
Mississauga, ON L5L 0A1

Item 2 Date of Material Change

October 23, 2019

Item 3 News Release

The news release was disseminated on October 23, 2019 by way of the facilities of GlobeNewswire. The news release was also filed on SEDAR with the British Columbia Securities Commission and the Alberta Securities Commission.

Item 4 Summary of Material Change

The Issuer announced that it has closed a non-brokered private placement of 4,242,104 special warrants (“**Special Warrants**”) at a price of \$0.25 per Special Warrant for gross aggregate proceeds of \$1,060,526 (the “**Offering**”).

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Issuer announced that it has closed a non-brokered private placement of 4,242,104 special warrants (“**Special Warrants**”) at a price of \$0.25 per Special Warrant for gross aggregate proceeds of \$1,060,526 (the “**Offering**”). Each Special Warrant represents the right of the holder to receive, without payment of any additional consideration or need for further action, subject to customary anti-dilution provisions, one unit (“**Unit**”) four months and one day after closing.

Each Unit will consist of one common share (a “**Share**”) and one transferable common Share purchase warrant (a “**Warrant**”). Each Warrant will entitle the holder, on exercise, to purchase one additional Share for a period of 18 months following the closing, at an exercise price of CAD\$0.40 per Share. The Company has the right to accelerate the expiry date of the Warrants if the closing market price of the Shares of the Company on the TSX Venture Exchange is equal to or exceeds C\$0.55 for a period of 15 consecutive trading days commencing with the date the Warrants are issued.

A director of the Company participated in the Offering and will acquire, directly or indirectly, an aggregate of 60,000 Special Warrants. The participation by an insider in the Offering is considered to be a “related party transaction” as defined under Multilateral Instrument 61-101 (“MI 61- 101”). The transaction is exempt from the formal valuation and minority shareholder approval requirements of MI 61-101, as neither the fair market value of the securities being issued nor the consideration being paid exceeds 25% of the Company’s market capitalization. New investors that are friends and family of the directors and who are not Insiders also purchased 580,000 units in this private placement.

BVT intends to use the net proceeds of the Offering to fund its ongoing growth strategy in the agricultural space, for continued research and development and general working capital purposes. All securities issued pursuant to the Offering will be subject to a statutory hold period that will expire on February 24, 2020, in accordance with applicable securities laws. The Company has paid a finders fees of \$700 cash and issued 2,800 Warrants on the same terms noted above to qualified parties in connection with Offering.

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

Ashish Malik – President & CEO

Business Telephone: 604-687-2038

Facsimile: 604-687-3141

Item 9 Date of Report

October 28, 2019