

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

June 18, 2021 and June 30, 2021.

Item 3 News Release

The news release was disseminated on June 18, 2021 by way of the facilities of Newsfile. The news release was also filed on SEDAR with the Ontario Securities Commission, British Columbia Securities Commission and the Alberta Securities Commission and posted to the Canadian Securities Exchange.

Item 4 Summary of Material Change

On June 18, 2021, the Issuer announced that Mr. Mark Kohler has been appointed to its board of directors. In connection to his appointment, the Issuer has granted Mr. Kohler 125,000 restricted share units (“RSUs”), the RSUs will vest immediately upon issuance and shall entitle Mr. Kohler the ability to acquire one common share of the Company underlying each such RSU by delivering a notice of acquisition to the Issuer in accordance with its RSU Plan.

The Issuer also announced that Claude Flueckiger has resigned from the Board of Directors effective June 30, 2021.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please see the attached news release.

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

June 18, 2021

FOR IMMEDIATE RELEASE



Bee Vectoring Technologies Appoints Mark W. Kohler to Board of Directors

Mississauga, ON Canada and Sacramento, CA USA (June 18, 2021) – Bee Vectoring Technologies International Inc. (the “Company” or “BVT”) (CSE: BEE) (OTCQB: BEVVF) (CVE:BEE) is pleased to announce the appointment of Mark W. Kohler to its Board of Directors. Mr. Kohler is a Certified Corporate Director having obtained his ICD.D designation from the Rotman School of Management at the University of Toronto, and he holds Chartered Professional Accountant (CPA) and Chartered Accountant(CA) designations.

"On behalf of the Board of Directors, we are thrilled Mark has accepted the appointment and would like to welcome him to the Board. Mark's extensive experience across capital markets and technology will be a significant asset as we continue to accelerate the commercialization of BVT," said Michael Collinson, Chairman of BVT. "Mark's current and past Board experience will also strengthen BVT's corporate governance stance which is an important consideration as the Company looks to increase its reach in the US. We look forward to working closely with Mark."

Mr. Kohler has over 33 years of experience as an entrepreneur, investor, financial executive, and board member at leading technology and financial services organizations in North America. With extensive experience as a C-Level financial executive at both private and publicly listed growth organizations, he is best known as a keen supporter of technology companies, efficient capital deployment, and growth strategies.

"BVT has a very compelling technology and a strong patent portfolio, with a significant market opportunity in the global ag industry to be a leading provider of sustainable agriculture innovation," said Mr. Kohler. "I look forward to helping BVT accelerate the commercialization and growth of its technologies."

Mr. Kohler is the Chairman and CEO of Exelerate Capital (Toronto), a strategic advisory merchant banking group founded in 2001, that provides governance/risk/compliance (GRC), corporate finance, mergers and acquisitions, enterprise strategy, data privacy, and cyber security services to technology and high growth services organizations in Canada and the US.

He is also the Chairman of CloudMD Software & Services Inc. (TSXV:DOC), a digital health technology and EHS company based in British Columbia. Since Mr. Kohler joined its Board in March 2020, CloudMD has raised over \$70 million and acquired six companies in 2020, and has raised an additional \$63 million in the spring of 2021, resulting in a market capital increase from approx. \$38 million to \$425 million.

Mr. Kohler is known to be an innovator in his roles with Boards in North America, including in his past role as the Executive Chairman at QHR Corporation where he led the Board and management through

its profitable and strategic transformation that resulted in the sale of the company to Loblaw Companies Limited for approx. \$170 million. He was also the Chairman of the Board for Community Trust, one of Canada's leading OSFI - federally regulated Trust Companies (since sold to Questrade Inc.), where he led the design of the Bank's Enterprise Risk Management Framework, and the adoption of its leading Corporate Governance practices. Most recently, he was the Audit Committee Chairman at Versapay Corporation, which was sold at a significant gain to a US-based private equity fund in February 2020, for approximately \$126 million.

In connection with Mr. Kohler's appointment to the Board of Directors, the Company has also granted him 125,000 restricted share units ("RSUs) under the Company's shareholder approved restricted share unit plan (the "RSU Plan"). The RSUs will vest immediately upon issuance and shall entitle Mr. Kohler the ability to acquire one common share (a "Share") of the Company underlying each such RSU by delivering a notice of acquisition to the Company in accordance with the RSU Plan. In accordance with the RSU Plan, the RSUs were priced at \$0.31 based on the closing price of the Shares on the Canadian Securities Exchange (CSE) on June 17, 2021.

The Company also advises that Claude Flueckiger has resigned from the Board of Directors effective June 30, 2021. The Company wishes to thank Mr. Flueckiger for his numerous contributions to BVT and wishes him well with his current and future endeavors.

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

BVT, an agriculture technology company, is a market disruptor with a significant global market opportunity in the \$240 billion crop protection and fertilizer market. BVT has pioneered a natural precision agriculture system that replaces chemical pesticides and wasteful plant protection product spray applications by delivering biological pesticide alternatives to crops using commercially grown bees. BVT's award-winning technology, precision vectoring, is completely harmless to bees and allows minute amounts of naturally-derived pesticides (called biologicals) to be delivered directly to blooms, providing improved crop protection and yield results than traditional chemical pesticides – and improving the health of the soil, the microbiome and the environment. Currently, BVT has over 65 granted patents, over 35 patents pending in all major agricultural countries worldwide, and has US EPA registration of its Vectorite™ with CR-7 (EPA Registration No. 90641-2) for sale as a registered biological fungicide for use on the labeled crops.

Additional information can be viewed at the Company's website www.beevt.com. To receive regular news updates from the Company, subscribe at www.beevt.com/newsletter.

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