

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

**Item 1            Name and Address of Company**

Mountain Lake Minerals Inc. (the “**Company**”)  
1853 Sunken Lake Road  
RR#2, Wolfville, Nova Scotia  
B4P 2R2

**Item 2            Date of Material Change**

April 8, 2019

**Item 3            News Release**

A news release was disseminated on April 11, 2019 through the facilities of Stockwatch.

**Item 4            Summary of Material Change**

The Company entered into a licensing royalty agreement dated April 8, 2019 (the “**Licensing Agreement**” with Phenome One Corporation (“**Phenome**”).

The Company also will enter into agreements with investors from the initial tranche of its private placement, as completed July 17, 2018, extending the term of their warrants by one year, to July 18, 2020 and issuing them an additional ½ warrant, such that an aggregate of 2,066,500 warrants are issuable, each entitling the holder to acquire one additional common share at a price of \$0.50 per share until July 18, 2020.

**Item 5            Full Description of Material Change**

The Licensing Agreement provides the Company with full access to Phenome’s entire library of cultivars as well as access to Phenome’s farming IP. The Company will also be granted unlimited access to Norstar Nutrients’ (“Norstar”) proprietary nutrient IP and catalogue.

In consideration for the rights granted to the Company under the Licensing Agreement, the Company will pay an aggregate of \$250,000 in cash and issue an aggregate of 10,000,000 common shares in the capital of the Company to Phenome over a nine-month period, of which \$50,000 in cash and 2,500,000 common shares will be due upon the completion of the Transaction.

The Company will also make non-refundable, non-creditable royalty payments to Phenome equal to five percent (5%) of gross sales of products.

**Item 6**            **Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

**Item 7**            **Omitted Information**

No information has been omitted on the basis that it is confidential information.

**Item 8**            **Executive Officer**

Paul Smith is knowledgeable about the material change and the Report and may be contacted (902) 698-2662 or (647) 729-0311

**Item 9**            **Date of Report**

April 12, 2019