

**51-102F3**  
**MATERIAL CHANGE REPORT**

**Item 1 Name and Address of Company**

Koios Beverage Corp. (the “Company”)  
formerly Super Nova Petroleum Corp.  
800 - 1199 West Hastings Street  
Vancouver, BC V6E 3T5

**Item 2 Date of Material Change**

April 13, 2018

**Item 3 News Release**

The news release dated April 13, 2018 was disseminated through Stockwatch and Market News on April 13, 2018.

**Item 4 Summary of Material Change**

On April 13, 2018, the Company announced that it has completed the previously announced acquisition of all the issued and outstanding shares of Koios, Inc. (“**Koios**”) and related matters (the “**Transaction**”) pursuant to the terms of the Share Exchange Agreement (the “**Share Exchange Agreement**”) dated October 20, 2017 among the Company, Koios, and the shareholders of Koios which constituted a “fundamental change” for the Company under the policies of the Canadian Securities Exchange (the “**CSE**”). It is expected that the Company’s common shares (the “**Common Shares**”) will resume trading on the CSE under the symbol “**KBEV**” once the CSE provides final approval following the “fundamental change”, and all final conditions of the CSE are satisfied such that the CSE publishes a final bulletin to announce the resumption of trading of the Common Shares.

**Financing**

The Company is also pleased to announce that it has closed the previously announced non-brokered private placement of 11,900,000 subscription receipts (each, a “**Subscription Receipt**”) of the Company for aggregate gross proceeds of \$2,380,000 at a price of \$0.20 per Subscription Receipt (the “**Financing**”). The net proceeds from the Financing will allow Koios, now a wholly-owned subsidiary of the Company, to start producing next generation products, through advanced research and development. Koios intends on expanding its product line to meet consumer demand and to be more competitive on store shelves and intends on expanding its current sales force to capitalize on retail growth and drive bottom line revenue. Koios also intends on expanding its digital presence through increased marketing and progressive ecommerce strategies.

**Transaction**

On April 13, 2018 (the “**Closing Date**”), the Company completed the Transaction pursuant to the Share Exchange Agreement. In consideration for the acquisition of the outstanding securities of Koios, the Company issued an aggregate of 15,000,000 Common Shares at a deemed price of \$0.20 per Common Share to former the shareholders of Koios. In addition, a total of 1,500,000 Common Shares at a deemed price of \$0.20 per Common Share were issued to one finder as finder’s fees in connection with the Transaction.

Following completion of the Transaction, there are 34,213,707 Common Shares issued and outstanding on an undiluted basis of which approximately 17% is held by shareholders who were shareholders of the Company prior to the Transaction, approximately 43.8% is held by former Koios shareholders pursuant to the Transaction, approximately 34.8% is held by subscribers pursuant to the Financing, and approximately 4.4% is held by a finder.

On completion of the Transaction, Chris Miller, the CEO and director of the Company, holds indirectly through Williams St Company LLC, a company controlled by him, an aggregate of 7,500,000 Common Shares, all of which, having a total deemed value of \$1,500,000, were acquired pursuant to the Transaction in exchange for the 7,500,000 shares of Koios previously held by him. Prior to the completion of the Transaction, Mr. Miller held no securities of the Company. The 7,500,000 Common Shares held by Mr. Miller indirectly through Williams St Company LLC represent approximately 21.92% of the total issued and outstanding Common Shares on an undiluted basis and approximately 11.23% of the total issued and outstanding Common Shares on a fully-diluted basis. These shares were acquired for investment purposes in connection with the Transaction, and Mr. Miller has no current intention to acquire control or direction over additional securities of the Company as at the date of this news release.

A listing statement describing the Company and Koios, as well as the terms of the Transaction, prepared in accordance with the policies of the CSE, will be available on SEDAR at [www.sedar.com](http://www.sedar.com) (the "**Listing Statement**") once the Company receives final approval of the Transaction from the CSE. The summary information set out herein is qualified in its entirety by reference to the relevant descriptions in the Listing Statement.

#### **Outstanding Share Capital and Escrow**

The Company currently has a total of 34,213,707 Common Shares, 1,000,000 Common Share purchase warrants outstanding and 15,776,838 special warrants outstanding. No incentive stock options to purchase Common Shares are outstanding. As of the Closing Date, 15,000,000 Common Shares are subject to escrow under a voluntary escrow agreement pursuant to the Share Exchange Agreement, to be released as to 25% on the date that is 12 months from the date of the closing of the Transaction, and an additional 25% every three months thereafter over nine months. Of those 15,000,000 Common Shares escrowed under the voluntary escrow agreement, 7,500,000 Common Shares are subject to escrow under an escrow agreement pursuant to National Policy 46-201, to be released as to 10% on closing of the Transaction and an additional 15% every six months thereafter over 36 months. The Common Shares issued pursuant to the Financing, the Transaction and to the finder are subject to a hold period of four months expiring on August 14, 2018.

#### **Name Change**

In connection with the Transaction, the Company changed its name from "Super Nova Petroleum Corp." to "Koios Beverage Corp."

#### **New Board and Management**

Effective on the closing of the Transaction, Wolf Wiese resigned as Chief Executive Officer and a director of the Company, Stefan Bender resigned as a director, Dieter Benz resigned as a director, Ke Feng (Andrea) Yuan resigned as Chief Financial Officer and Andrew Brown resigned as Corporate Secretary. Chris Miller was appointed as Chief Executive Officer and a director of the Company, Anthony Jackson was appointed Chief Financial Officer and a director, Scott Walters was appointed as a director and Konstantin Lichtenwald remains as a director.

**Resumption of Trading**

Trading in the common shares of the Company on the CSE was halted on October 20, 2017 in connection with the transaction with Koios. Trading in the Common Shares of the Company is expected to resume on the CSE once the CSE provides final approval following the “fundamental change”, and all final conditions of the CSE are satisfied such that the CSE publishes a final bulletin to announce the resumption of trading of the Common Shares

**Item 5 Full Description of Material Change**

*5.1 Full Description of Material Change*

A full description of the material change is described in Item 4 above and in the attached news release which was filed on SEDAR.

*5.1 Disclosure for Restructuring Transactions*

N/A

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

N/A

**Item 7 Omitted Information**

None

**Item 8 Executive Officer**

Chris Miller, Chief Executive Officer, 604.283.1722

**Item 9 Date of Report**

April 13, 2018

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

**KOIOS BEVERAGE CORP.**

**NEWS RELEASE**

**KOIOS BEVERAGE CORP. ANNOUNCES CLOSING OF  
FUNDAMENTAL CHANGE TRANSACTION**

Vancouver, BC, April 13, 2018 – Koios Beverage Corp., formerly Super Nova Petroleum Corp. (CSE: SNP; OTC: SNOVF) (the “**Company**” or “**Koios Bev**”), is pleased to announce it has completed the previously announced acquisition of all the issued and outstanding shares of Koios, Inc. (“**Koios**”) and related matters (the “**Transaction**”) pursuant to the terms of the Share Exchange Agreement (the “**Share Exchange Agreement**”) dated October 20, 2017 among the Company, Koios, and the shareholders of Koios which constituted a “fundamental change” for the Company under the policies of the Canadian Securities Exchange (the “**CSE**”). It is expected that the Company’s common shares (the “**Common Shares**”) will resume trading on the CSE under the symbol “KBEV” once the CSE provides final approval following the “fundamental change”, and all final conditions of the CSE are satisfied such that the CSE publishes a final bulletin to announce the resumption of trading of the Common Shares.

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### **About the Company’s Business**

Koios, now a wholly-owned subsidiary of the Company, is an emerging functional beverage company which has an available distribution network of over 2,000 retail locations across the United States in which to sell its products. Koios has relationships with some of the largest and most reputable distributors in the United States, including Europa Sports, Muscle Foods USA, KeHE, and Wishing-U-Well. Together these distributors represent over 80,000 brick and mortar locations across the United States from sports nutrition stores to large natural grocery chains including Whole Foods and Sunflower markets. Through its partnership with Wishing-U-Well, Koios also enjoys a large presence online, including being an Amazon choice product.

Koios uses a proprietary blend of nootropics and natural organic compounds to enhance human productivity without using harmful chemicals or stimulants.

Koios products can enhance focus, concentration, mental capacity, memory retention, cognitive function, alertness, brain capacity and create all day mental clarity. Its ingredients are specifically designed to target brain function by increasing blood flow, oxygen levels and neural connections in the brain.

Koios is one of the only drinks in the world to infuse its products with MCT oil. MCT oil is derived from coconuts and has been shown to help the body burn fat more effectively, create lasting energy from a natural food source, produce ketones in the brain, allowing for greater brain function and clarity, support healthy hormone production and improve immunity.

On behalf of the Board of Directors of the Company.

### **KOIOS BEVERAGE CORP.**

“Chris Miller”

Chris Miller, CEO

For further information, please contact:  
604-283-1722

*Investors are cautioned that any information released or received with respect to the transaction may not be accurate or complete and should not be relied upon. Trading in the securities of Koios Bev should be considered highly speculative.*

### ***Forward-Looking Statements***

*This news release contains forward-looking statements. All statements, other than statements of historical fact that address activities, events or developments that the Company believes, expects or anticipates will or may occur in the future are forward-looking statements. Forward-looking statements in this news release include statements regarding: the business of the Company, the intended use of net proceeds raised pursuant to the Financing and timing for resumption of trading for the Company's stock. The forward-looking statements reflect management's current expectations based on information currently available and are subject to a number of risks and uncertainties that may cause outcomes to differ materially from those discussed in the forward-looking statements.*

*Although the Company believes that the assumptions inherent in the forward-looking statements are reasonable, forward-looking statements are not guarantees of future performance and, accordingly, undue reliance should not be put on such statements due to their inherent uncertainty. Factors that could cause actual results or events to differ materially from current expectations include, among other things: the inherent risks and uncertainties surrounding the Company's ability to carry on its business; general market conditions; and other factors beyond the control of the parties. The Company expressly disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except as required by applicable law.*

*Koios has not conducted any scientific studies on the effects of Koios' products which have been evaluated by Health Canada or the U.S. Food and Drug Administration. As each individual is different, the benefits, if any, of taking Koios' products will vary from person to person. No claims or guarantees can be made as to the effects of Koios' products on an individual's health and wellbeing.*