

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

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

Item 2 Date of Material Change

June 28, 2018

Item 3 News Release

The news release dated June 28, 2018 was disseminated through CNW on June 28, 2018.

Item 4 Summary of Material Change

On June 28, 2018, the Company announced that its wholly-owned subsidiary, Cannavated Beverage Corp., entered into an exclusive licensing agreement, effective July 1, 2018, with CanCore Concepts Ltd. (“**CanCore**”), a Colorado-based company, whereby the Company will license its nootropic formula to CanCore to use in CanCore’s line of cannabis-infused beverages. CanCore, more widely known as Keef Brands, is a leading developer of cannabis-infused beverages. The company’s products include the popular line of beverages that sell under the Keef Cola brand. The licensing agreement allows Keef Brands to include the Company’s nootropic formula in Keef’s line of cannabis-infused beverages.

Keef Brands, through its licensed manufacturing partners, will produce, market and sell a line of beverages that are not only infused with cannabis, but also contain the nootropic supplements from the Koios line of brain enhancing functional beverages. The resulting product will be the first in the world to combine cannabis infusion with nootropic supplements that enhance the consumer's mental acuity.

The hybrid nootropic-cannabis beverage has a market launch scheduled for September 15, 2018. Keef Brands has the exclusive rights for Colorado, with the option of expanding the licensing agreement to Canada and the U.S., provided it complies with all rules and regulations in the markets where cannabis has been made legal.

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.

5.2 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

July 10, 2018

Cannavated Licenses Functional Beverage Formula to Keef Brands to Produce a Line of Cannabis-Infused Beverages

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VANCOUVER, June 28, 2018 /CNW/ - Cannavated Beverage Co., a wholly-owned subsidiary of Koios Beverage Corp. (CSE: KBEV) (OTC: SNOVF), is pleased to announce it has entered into an exclusive licensing agreement with CanCore Concepts Ltd (www.keefbrands.com) for a line of cannabis-infused beverages.



Koios is a leading producer of Nootropic beverages based in Colorado. (CNW Group/Koios)

The agreement, effective July 1, 2018, is with Colorado-based CanCore Concepts Ltd., more widely known as Keef Brands. Keef is a leading developer of cannabis infused beverages. The company's products include the popular line of beverages that sell under the Keef Cola brand.

The licensing agreement allows Keef Brands to include the Cannavated nootropic formula in Keef's line of cannabis beverages.

Keef Brands, through its licensed manufacturing partners, will produce, market and sell a line of beverages that are not only infused with cannabis, but also contain the nootropic supplements from the Koios line of brain enhancing functional beverages. The resulting product will be the first in the world to combine cannabis infusion with nootropic supplements that enhance the consumer's mental acuity.

The hybrid nootropic-cannabis beverage has a market launch scheduled for September 15, 2018. Keef Brands has the exclusive rights for Colorado, with the option of expanding the licensing agreement to Canada and the U.S., provided it complies with all rules and regulations in the markets where cannabis has been made legal.

"We are thrilled to be partnering with an innovator in the functional beverage space and look forward to combining their unique formulations with our infused-beverage expertise and network of distribution," said Erik Knutson, CEO of Keef Brands.

Koios CEO Chris Miller says the agreement is equally important for Cannavated, which was formed as a separate entity to pursue licensing opportunities in the rapidly growing cannabis industry.

"This brings us one step closer to getting our nootropic formula on store shelves and in the hands of consumers, both those who need them for medicinal use or those who are simply looking for healthy alternatives in the recreational space," said Miller.

"Widespread legalization of marijuana in Canada, including for recreational use, takes place Oct. 17, and California is ramping up after their recent legalization of recreational cannabis," added Miller. "We are more than ready to meet the emerging needs of this new and quickly growing market."

On behalf of the Board of Directors of the Company.

KOIOS BEVERAGE CORP.

"Chris Miller"

Chris Miller, CEO and Director

About Koios Beverage Corp.

The Company, through its wholly-owned subsidiary Koios, Inc., is an emerging functional beverage company which has an available distribution network of more than 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 more than 80,000 bricks 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. For more information, please visit our website:

<https://www.mentaltitan.com/>

About Keef Brands

Keef Brands is a leading developer and distributor of cannabis-infused products and beverages in the US, with products in more than 450 dispensaries in Colorado, and a growing number in California, Arizona, Nevada, Puerto Rico, and Jamaica. Additionally, Michigan and Massachusetts will come online later this year. Keef develops, produces and distributes multiple cannabis-infused product lines through its network of manufacturing partners under the Keef, OilStix, and VitaCanna brands. These products include the popular cannabis infused Keef Cola beverages, edibles, and OilStix vape pens and cartridges. For more information, please visit: www.keefbrands.com

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 with respect to the statement that the Advisory Board member's expertise will

benefit the Company; and the statement with respect to the growth and size of the functional beverage market. 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 including: (i) adverse market conditions; (ii) changes to the growth and size of the functional beverage market; and (iii) consumer acceptance and adoption of functional beverages as compared to other beverages. Although the Company believes that the expectations reflected in the forward-looking statements are reasonable, it cannot guarantee future results, levels of activity or performance. Further, any forward-looking statement speaks only as of the date on which such statement is made and, except as required by applicable law, the Company undertakes no obligation to update any forward-looking statement to reflect events or circumstances after the date on which such statement is made or to reflect the occurrence of unanticipated events. New factors emerge from time to time, and it is not possible for management to predict all of such factors and to assess in advance the impact of such factors on the Company's business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statement. Readers should consult all of the information set forth herein and should also refer to the risk factor disclosure outlined in the Company's documents filed from time-to-time with the British Columbia Securities Commission on SEDAR at www.sedar.com.

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.

SOURCE Koios

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<http://www.newswire.ca/en/releases/archive/June2018/28/c5067.html>

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