

**Notice of Change in Corporate Structure
Pursuant to Section 4.9 of
National Instrument 51-102 – Continuous Disclosure Obligations**

Item 1. Names of the parties to the transaction

Icanic Brands Company, Inc. (“**Icanic**”);
Icanic Merger Subc, Inc., a wholly-owned subsidiary of Icanic (“**Icanic Subco**”);
LEEF Holdings, Inc. (“**LEEF**”); and
Micah Anderson, as representative of the stockholders of LEEF.

Item 2. Description of the transaction

On April 21, 2022, Icanic announced that it had completed its previously announced acquisition of LEEF pursuant to which Icanic acquired all of the issued and outstanding shares of LEEF through a merger agreement (the “**Merger Agreement**”) dated January 21, 2022, as amended, among Icanic, Icanic Subco, LEEF, and Micah Anderson (the “**Transaction**”). Pursuant to the terms of the Merger Agreement, Icanic acquired all the issued and outstanding shares of LEEF (the “**LEEF Shares**”) in accordance with the Nevada Revised Statutes. In consideration for the acquisition of the LEEF Shares, Icanic issued an aggregate of 758,274,035 common shares of Icanic (the “**Icanic Shares**”), resulting in former LEEF shareholders being entitled to receive approximately 12.54755 Icanic Shares for each LEEF Share held.

For the accounting purposes, the Transaction is considered a reverse takeover.

Item 3. Effective date of the transaction

April 20, 2022

Item 4. Names of each party that ceased to be a reporting issuer after the transaction and of each continuing entity.

Following the completion of the Transaction, LEEF became a wholly-owned subsidiary of Icanic.

Item 5. Date of the reporting issuer's first financial year-end after the transaction (if paragraph (a) or (b)(ii) of Section 4.9 of NI 51-102 applies)

The Company’s first financial year-end subsequent to the completion of the Transaction is December 31, 2022.

Item 6. The periods, including the comparative periods, if any, of the interim and annual financial statements required to be filed for the reporting issuer's first financial year after the transaction (if paragraph (a) or (b)(ii) of Section 4.9 of NI 51-102 applies)

Period and Ending Date	Comparative Period and Ending Date
Interim financial statements for the six month period ended June 30, 2022	Interim financial statements for the six month period ended June 30, 2021

Interim financial statements for the nine month period ended September 30, 2022	Interim financial statements for the nine month period ended September 30, 2021
Audited financial statements for the year ended December 31, 2022	Audited financial statements for the year ended December 31, 2021
Interim financial statements for the three month period ended March 31, 2023	Interim financial statements for the three month period ended March 31, 2022

Item 7. Documents filed under NI 51-102 that describe the transaction and where they can be found in electronic format (if paragraph (a) or (b)(ii) of Section 4.9 of NI 51-102 applies)

Further information about the Transaction is set out in Icanic’s material change report dated April 27, 2022 and the Merger Agreement filed under Icanic’s profile at www.SEDAR.com.

Dated: June 14, 2022