

EGF THERAMED HEALTH CORP.

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

Item 1: Name and Address of Company

EGF Theramed Health Corp. (the "Company")
5728 East Boulevard
Vancouver, BC
V6M 4M4

Item 2: Date of Material Change

January 30, 2020

Item 3: News Release

A news release was issued and disseminated on January 30, 2020 and filed on SEDAR at www.sedar.com, a copy of which is attached hereto as Schedule "A".

Item 4: Summary of Material Change

The Company has announced changes in directors and officers.

Item 5.1: Full Description of Material Change

See attached news release at Schedule "A" to this report.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102 (Confidentiality)

Not applicable.

Item 7: Omitted Information

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

Item 8: Executive Officer

For additional information with respect to this material change, the following person may be contacted:

David Bentil
CEO

Item 9: Date of Report

This report is dated as of the 7th day of February, 2020.

SCHEDULE "A"
NEWS RELEASE

EGF THERAMED ANNOUNCES CHANGE OF DIRECTORS AND NEW CEO

Vancouver, British Columbia - January 30, 2020 - EGF Theramed Health Corp. (CSE: TMED) has appointed David Bentil and Jatinder Dhaliwal to the board of EGF Theramed Health Corp. Mr. Bentil will assume the role of CEO and Mr. Dhaliwal will assume the role of director.

Mr. Bentil is an Economist by trade. In 2002, he decided to follow his passion by pursuing a career in the car business which has done for over 17 years. In the same year, David joined an independent dealership and began building relationships with high net worth individuals and dealer principals and sales managers, learning to cater to client's needs. By May 2009 Mr. Bentil opened an auto dealership with over \$4M in sales in its first year, currently the dealership's sales have risen from \$19M to \$25M annually. "Throughout my career I've been successful in building brands, businesses, sales, and raising capital. I look forward to bringing my talents to Theramed and implementing some of my business principals to take this company to the next level of revenue."

Mr. Dhaliwal is a registered pharmacist and director of multiple publicly traded cannabis companies. He extensive knowledge agricultural, medical and pharmaceutical operations. Mr. Dhaliwal holds a Bachelor of Pharmacy from the University of British Columbia and a Bachelor of Science in biology from the University of Victoria. Mr. Dhaliwal is a certified medical cannabis practitioner. "I am excited to join the Theramed team and dive into the exciting expanding industry of CBD. I have a passion for patient care and implementing the companies CBD facility is what look forward to with" Mr. Dhaliwal stated.

CK Cheung and Ron Ozols have resigned as CEO and directors of EGF Theramed Health corp. The company wishes to thank Mr. Cheung and Mr. Ozols for their contributions to the company and wishes them well in their future endeavors.

All changes are subject to regulatory Exchange approval.

For further information, please contact:

Jatinder Dhaliwal
778-559-3939

Disclaimers

This news release contains forward-looking statements based on assumptions and judgments of management regarding future events or results. Such statements are subject to a variety of risks and uncertainties which could cause actual events or results to differ materially from those reflected in the forward-looking statements. The company disclaims any intention or obligation to revise or update such statements. For a description of the risks and uncertainties facing the Company and its business and affairs, readers should refer to the Company's Management's Discussion and Analysis and other disclosure filings with Canadian securities regulators and on the OTC Markets website which is posted on www.sedar.com, <https://thecse.com/en/listings/technology/egf-theramed-health-corp>, and <http://www.otcm Markets.com/stock/EVAHF/filings>. This news release does not constitute an offer to sell or solicitation of an offer to buy any of the securities described herein and accordingly undue reliance should not be put on such. Neither the Canadian Securities Exchange (CSE or CNSX Markets), nor its Regulation Services Provider (as that term is defined in policies of the CSE), or any other regulatory authority accepts responsibility for the adequacy or accuracy of this release. The Company does not undertake to update this news release unless required by applicable law.

This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities described herein in the United States. The securities described herein have not been registered

under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”), or any state securities law and may not be offered or sold in the “United States”, as such term is defined in Regulation S promulgated under the U.S. Securities Act, unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration requirements is available.