

BIOME GROW INC.
(formerly Orca Touchscreen Technologies Ltd.)

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

1. Name of Parties to Transaction:

Biome Grow Inc. (formerly Orca Touchscreen Technologies Inc.) (the **Company**) and Cultivator Catalyst Corp. (**CCC**)

2. Description of Transaction:

On October 3, 2018 the Company completed its previously announced amalgamation transaction pursuant to which 1151856 B.C. Ltd., a wholly owned subsidiary of the Company, acquired all of the issued and outstanding securities of Cultivator Catalyst Corp. by way of a three cornered amalgamation under the *Business Corporations Act* (British Columbia) (the **Transaction**).

In connection with the Transaction, the Company changed its name to "Biome Grow Inc." effective October 3, 2018.

On August 27, 2018, the Company announced it received conditional approval from the Canadian Securities Exchange (the **CSE**) to list its common shares (**Common Shares**). Further to that announcement, on October 4, 2018, the Company confirmed that trading of the Common Shares was to commence on the CSE under the new symbol "BIO" at the open of the market on October 9, 2018.

Further details of the Transaction can be found in the those documents listed in Item 7 below, available on the SEDAR profile of the Company at www.sedar.com.

3. Effective Date of Transaction:

October 3, 2018

4. Name of Each Party, if any, that Ceased to be a Reporting Issuer After the Transaction and of Each Continuing Entity:

The Company continues to be a reporting issuer.

5. Date of the Reporting Issuer's First Financial Year-End After the Transaction

Not applicable. No change in financial year.

6. 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:

Not applicable. No change in interim and annual reporting periods.

7. Documents Filed Under National Instrument 51-102 that described the Transaction:

The following documents are available on the SEDAR profile of the Company at www.sedar.com:

- (a) Material Change Report dated October 12, 2018;
- (b) Press Release dated October 9, 2018;
- (c) Press Release dated October 4, 2018;
- (d) Listing Statement dated October 3, 2018;
- (e) Press Release dated August 27, 2018;
- (f) Press Release dated June 28, 2018;
- (g) Press Release dated June 22, 2018;
- (h) Management Information Circular dated May 28, 2018;
- (i) Material Change Report dated April 25, 2018;
- (j) Press Release dated April 25, 2018;
- (k) Amalgamation Agreement dated April 25, 2018;
- (l) Press Release dated December 5, 2017; and
- (m) Press Release dated December 4, 2017.

8. Date of Notice:

October 12, 2018