

**SPYDER CANNABIS INC.
(FORMERLY, ANCHOR CAPITAL CORPORATION)**

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

Item 1: Name and Address of Company

Spyder Cannabis Inc. (formerly, Anchor Capital Corporation) (the “Corporation”)
312 Meridian Rd. NE Unit B/C
Calgary, AB
T2A 2N6

Item 2: Date of Material Change

October 8, 2019.

Item 3: News Release

A news release was issued and disseminated on October 8, 2019 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 the resignation of Brandon Kou as director of the Company.

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:

Dan Pelchovitz, President and Chief Executive Officer
Telephone: (905) 265-8273
Email: dan@spydervapes.com

Item 9: Date of Report

This report is dated as of the 8th day of October, 2019.

Schedule "A"

Spyder Cannabis Announces Resignation of Director

Vaughan, ON, October 8, 2019 - Spyder Cannabis Inc. (TSXV: SPDR) ("**Spyder**" or the "**Company**"), an established Ontario retail operator, has announced that, effective immediately, Brandon Kou has resigned as director of the Company. The Company would like to thank Brandon Kou for his valuable contributions to the Company and to wish him every success in his future endeavours.

About Spyder

Founded in 2014 Spyder is an established chain of three high-end vape stores in Ontario, with stores located in Woodbridge, Scarborough and Burlington. The Spyder brand is defined by its high-quality proprietary line of e-juice, liquids and exclusive retail deals, dispensed in uniquely designed stores creating the optimal customer experience. Spyder is building off this leading retail, distribution and branding eCig and vapes company and is pursuing expansion into the legal cannabis market. Spyder has developed a scalable retail model with aggressive expansion plan to create a significant retail footprint with targeted and disciplined retail distribution strategy focusing on Canadian locations in high traffic peripheral areas.

Cautionary Statements

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

This news release includes statements containing certain "forward-looking information" within the meaning of applicable securities laws ("forward-looking statements"). Forward-looking statements are frequently characterized by words such as "plan", "continue", "expect", "project", "intend", "believe", "anticipate", "estimate", "may", "will", "potential", "proposed" and other similar words, or statements that certain events or conditions "may" or "will" occur.

FOR ADDITIONAL INFORMATION, PLEASE CONTACT:

For more information, please contact:

Spyder Cannabis Inc.

Dan Pelchovitz

President & Chief Executive Officer

Telephone: (905) 265-8273

Email: dan@spydervapes.com