

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

Item 1: Name and Address of Company

True Leaf Medicine International Ltd. (the “**Issuer**”)
100 Kalamalka Lake Road, Unit 32
Vernon, BC V1T 9G1

Item 2: Date of Material Change

September 10, 2018

Item 3: News Release

A news release was issued and disseminated on September 20, 2018 and filed on SEDAR (www.sedar.com). A copy of the news release is attached as Schedule “A” hereto.

Item 4: Summary of Material Change

On September 10, 2018, Kerry Biggs was appointed as Chief Financial Officer of the Issuer until the next annual general meeting of the shareholders. Mr. Biggs is a highly experienced executive and brings many years of experience to the Issuer, as detailed in the attached news release.

Additionally, the Issuer announced that it granted 1,050,000 stock options to officers and consultants of the Issuer at an exercise price of \$0.56 per common share with an expiry date of 5 years pursuant to the terms and conditions of the Issuer’s stock option plan.

Item 5: Full Description of Material Change

Please see Schedule “A” attached hereto.

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

Not applicable

Item 7: Omitted Information

None

Item 8: Executive Officer

Darcy Bomford, CEO
Telephone: 778.475.5323
Email: darcy@trueleaf.com

Item 9: Date of Report

September 20, 2018

SCHEDULE “A”

Former Lululemon Executive Joins True Leaf as Chief Financial Officer

Kerry Biggs brings NASDAQ-level finance and operations experience at pivotal time in company’s growth

VERNON, BC – September 20, 2018 – True Leaf Medicine International Ltd. (“True Leaf” or the “Company”) (CSE: MJ) (OTCQB: TRLFF) (FSE: TLA), a plant-forward wellness brand for people and their pets, today announced the appointment of Kerry Biggs, CPA, MBA, as Chief Financial Officer.

Mr. Biggs has more than 20 years of finance and business experience, most recently with lululemon athletica, where he was Vice President, Treasurer looking after capital markets, liquidity, treasury, insurance and risk activities for the NASDAQ-listed company. Previously, he served as Vice President, Finance at Global Container Terminals where he was responsible for capital markets, risk management, accounting, tax planning, and corporate M&A activities. He also worked in senior finance roles for Finning International and Enbridge, both large publicly traded companies.

“Mr. Biggs has held leadership roles for several prominent Canadian public companies with premium global brands,” said Darcy Bomford, Founder and Chief Executive Officer of True Leaf. “He has a strong understanding of a business’s key performance drivers and a solid history of adding value by driving operational efficiencies. This experience will be invaluable to True Leaf as we continue to grow exponentially.”

“Joining True Leaf is a unique opportunity to work for a strong company with a leading position in the high-growth pet and cannabis markets, and with an established global distribution of its legal products,” said Kerry Biggs, Chief Financial Officer of True Leaf. “I am most looking forward to working with the team to tell True Leaf’s growth story to the market.”

Mr. Biggs holds an MBA from the Richard Ivey School of Business (University of Western Ontario), a Chartered Professional Accountant designation, and a Bachelor of Arts, Political Science degree from the University of Victoria.

The Company also announced it has granted stock options to officers and consultants to purchase up to a total 1,050,000 common shares, exercisable at a price of 56 cents per share, which was the closing price of the Company's shares on September 10, 2018, being the date of grant. The majority of the stock options are exercisable for five years until September 10, 2023.

About True Leaf

True Leaf is a plant-forward wellness brand for people and their pets. Founded in 2013, True Leaf has two main operating divisions: True Leaf Medicine Inc. and True Leaf Pet Inc.

True Leaf Medicine Inc. is in the final stages of approval to become a licensed producer of federally-approved medicinal cannabis for the Canadian market. The license is subject to a Health Canada inspection to allow for the production, manufacture, and distribution of cannabis products upon the

completion of the Company's cannabis cultivation facility being built in Lumby, British Columbia. The facility is expected to be completed in fall 2018.

Established in 2015, True Leaf Pet Inc. is one of the first companies to market hemp-based products for pets worldwide. The Company is initially marketing a line of hemp-seed based supplements for pets. True Hemp™ chews, dental sticks, and supplement oils are sold in more than 2,000 stores across North America and Europe.

www.trueleaf.com

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Forward-Looking Statements

This news release contains forward-looking statements and management may make additional forward-looking statements in response to your questions. Such written and oral disclosures are made pursuant to the Safe Harbor provision of the Private Securities Litigation Reform Act of 1995 and True Leaf hereby claims such safe harbour protection for all forward-looking statements. True Leaf believes that the expectations reflected in such forward-looking statements are based on reasonable assumptions; however, True Leaf's actual results and performance and the value of its securities could differ materially from those set forth in the forward-looking statements due to the impact of many factors summarized in the "Risk Factors" section of True Leaf's Offering Circular Form 1-A filed with the U.S. Securities and Exchange Commission and Canadian securities regulatory authorities and other discussions of risk factors contained in True Leaf's periodic filings or supplements to the offering circular.

True Leaf's Offering Circular Form 1-A can be found at www.trueleaf.com/pages/investor. Forward-looking statements speak only as of the date they are made. True Leaf undertakes no obligation to update or revise any such information for any reason after the date of this presentation unless required by law.