

Form 51-102F3

Material Change Report

Item 1 **Name and Address of Company**

Christina Lake Cannabis Corp. (the “Issuer”)
Suite 810 – 789 West Pender Street
Vancouver, British Columbia
V6C 1H2

Item 2 **Date of Material Change**

April 7, 2020 and April 14, 2020.

Item 3 **News Release**

The news release was disseminated by the facilities of Globenewswire and filed on SEDAR on April 14, 2020.

Item 4 **Summary of Material Change**

On April 7, 2020, the Issuer closed a non-brokered private placement of unsecured convertible debentures in the principal amount of CDN\$100,000. The Issuer paid a finder’s fee of \$6,000 in cash and issued 30,000 finder’s warrants. The finder’s warrants will entitle the holder to purchase common shares in the capital of the Company at a price of \$0.20 for a period of twelve (12) months from closing.

On April 14, 2020, the Issuer extended the term of 6,062,500 common share purchase warrants issued pursuant to a private placement that closed on September 20, 2019. The expiry date for the warrants has been extended to expire on December 31, 2021 from September 20, 2020.

Item 5 **Full Description of Material Change**

Item 5.1 **Full Description of Material Change**

Please see the attached news release dated April 14, 2020.

Item 5.2 **Disclosure for Restructuring Transactions**

Not applicable.

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

Not applicable.

Item 7 **Omitted Information**

Not applicable.

Item 8 **Executive Officer**

Joel Dumaresq, CEO, Interim CFO and director

Business Telephone: 604 687 2038
Facsimile: 604 687 3141

Item 9 **Date of Report**

April 16, 2020.

CHRISTINA LAKE CANNABIS CORP.

NEWS RELEASE

CHRISTINA LAKE PROVIDES CORPORATE UPDATE

April 14, 2020 - Vancouver, British Columbia, Canada: Christina Lake Cannabis Corp. (the “**Company**” or “**CLC**”) is pleased to announce that on Friday, March 27, 2020 it was granted its Standard Cultivation License (“**SCL**”) from Health Canada for the Company’s 32 acre phase I facility. This licence authorizes the cultivation and sale of cannabis under the *Cannabis Act* and provides the Company with over 950,000 sf of licenced outdoor cultivation space.

CLC’s facilities, situated on over 130 acres of land in Christina Lake, B.C., are positioned to take advantage of the favourable climate for the outdoor cultivation of cannabis. Outdoor cannabis cultivation provides lower capital and operating cost advantages relative to indoor cultivation, which the Company believes will position the Company to become an industry leader in terms of scale and the realization of operational efficiencies.

Commented Joel Dumaresq, CEO of the Company, “receipt of Christina Lake’s SCL is a major milestone for the Company and for our shareholders. I would like to thank our investors, the Christina Lake team, and all those from the Christina Lake community who have contributed to the buildout of our world-class facility, for their dedication and hard work. While taking every practical caution as a result of COVID-19, we are aggressively moving forward with our plans to plant our first crop in June of this year.”

CLC is also pleased to announce that it has closed a non-brokered private placement of unsecured convertible debentures (the “**Debentures**”) in the principal amount of CDN\$100,000 (the “**Offering**”).

The terms of the Debentures include:

- The Debentures mature twenty-four (24) months from the date of issuance (the “**Maturity Date**”) and bear interest at the rate of 12.0% per annum;
- Prior to the Maturity Date, the Subscribers have the right at any time during the period beginning on the date the Debentures are issued (the “**Issue Date**”) and ending on the date which is twelve (12) months following the Issue Date (the “**First Year Term**”), to convert the Debentures into conversion shares (“**Conversion Shares**”) at the conversion price of \$0.20 (“**Conversion Price**”), and they shall receive interest payable in Conversion Shares that is an amount equal to the first year interest term (being 365 days x 12% interest on a non pro rata basis) on a non pro rata basis;
- Following the First Year Term, the Debentures and any accrued but unpaid interest will be convertible into Conversion Shares at the Conversion Price at the option of the Debenture holder; and
- Each Conversion Share will consist of one (1) common share in the capital of the Company.

The Company paid a finder’s fee of \$6,000 in cash and issued 30,000 finder’s warrants (“**Finder’s Warrants**”), which represents 6% of the gross proceeds received from the subscribers introduced to the Company by the finder. The Finder’s Warrants will entitle the holder to purchase common shares in the capital of the Company at a price of \$0.20 for a period of twelve (12) months from closing.

All securities issued pursuant to the Offering are subject to a statutory four-month and one day hold period from the date of issuance pursuant to applicable securities laws of Canada. Proceeds from the Offering will be used for general working capital to continue the Company's ongoing obligations.

The Company also announces that it has amended the terms of 6,062,500 Common Share purchase warrants ("**Warrants**") issued pursuant to a private placement that closed on September 20, 2019 as follows:

- The expiry date for the Warrants has been extended to expire on December 31, 2021 from September 20, 2020.

Each whole Warrant entitles the holder to acquire one additional common share in the capital of the Company at an exercise price of \$0.40 until December 31, 2021. None of the Warrants have previously been exercised.

About Christina Lake Cannabis Corp.

Christina Lake Cannabis Corp. is a Licenced Producer of cannabis under the *Cannabis Act*. The Company also applied to Health Canada for a Research and Development License on August 13, 2019 which it expects to receive in the spring of 2020. CLC's facility is comprised of a 32-acre property, which includes over 950,000 square feet of outdoor grow space, offices, propagation and drying rooms, along with a facility dedicated to processing and extraction. CLC plans to cultivate cannabis using strains specifically developed for outdoor cultivation and it is planning to produce up to 17,700 kg from its 32-acre facility before developing its adjacent 99-acre expansion property, which will bring its cultivation footprint to over 4.35 million sf or over 88,000 kg of low-cost, high-quality, sun-grown cannabis annually.

For more information about CLC, please visit: www.clcannabis.com

Note Regarding Forward-Looking Information and Statements

Forward-Looking Information: This news release includes certain statements that may be deemed "forward-looking statements". The use of any of the words "anticipate", "continue", "estimate", "expect", "may", "will", "would", "project", "should", "believe" and similar expressions are intended to identify forward-looking statements. Although the Company believes that the expectations and assumptions on which the forward-looking statements are based are reasonable, undue reliance should not be placed on the forward-looking statements because the Company can give no assurance that they will prove to be correct. Since forward-looking statements address future events and conditions, by their very nature they involve inherent risks and uncertainties. These statements speak only as of the date of this News Release. Actual results could differ materially from those currently anticipated due to a number of factors and risks including various risk factors discussed in the Company's disclosure documents which can be found under the Company's profile on www.sedar.com

On behalf of:

Christina Lake Cannabis Corp.

"Joel Dumaresq"

Joel Dumaresq

CFO, Interim CEO and Director