

NOTICE OF CHANGE IN CORPORATE STRUCTURE

Pursuant to Section 4.9 of National Instrument 51-102

Continuous Disclosure Obligations

1. Names of the parties to the transaction:

Canna-V-Cell Sciences Inc. (formerly known as Midnight Star Ventures Inc.) (the “**Company**”)

Dolarin Ltd. (“**Dolarin**”)

Bio Harvest Ltd. (“**Bio Harvest**”)

2. Description of the transaction:

The Company acquired all of the issued and outstanding common shares of Dolarin from Bio Harvest on September 27, 2018.

As consideration, the Company issued 48,337,496 common shares at a deemed price of \$0.20 per share to Bio Harvest with the result that Midnight is now a subsidiary of Bio Harvest.

3. Effective date of the transaction:

September 27, 2018

4. Name of each party, if any, that ceased to be a reporting issuer after the transaction and of each continuing entity:

Not Applicable

5. Date of the reporting issuer’s first financial year-end after the transaction:

April 30, 2019

6. Periods of the interim and annual financial statements required to be filed for the reporting issuer’s first financial year subsequent to the transaction:

Interim Financial Statements October 31, 2018

Interim Financial Statements January 31, 2019

Annual Financial Statements April 30, 2019

7. The documents that were filed under National Instrument 51-102 that describe the transaction and where those documents can be found in electronic format:

News Release filed on Sedar.

Material Change Report filed on Sedar.

Listing Application filed on Sedar.

DATED this 21st day of December, 2018.