

FORM 62-103F1

REQUIRED DISCLOSURE UNDER THE EARLY WARNING REQUIREMENTS

Item 1 – Security and Reporting Issuer

- 1.1 State the designation of securities to which this report relates and the name and address of the head office of the issuer of the securities.

This report relates to the subordinated voting shares (the “**Subordinated Voting Shares**”) and warrants to purchase subordinated voting shares (the “**Warrants**”) in the capital of:

VEXT Science, Inc. (formerly, Vapen MJ Ventures Corporation)
(the “**Issuer**”)
2250-1055 West Hastings Street
Vancouver, BC
V6E 2E9

- 1.2 State the name of the market in which the transaction or other occurrence that triggered the requirement to file this report took place.

The Acquisitions (as defined below) took place on the Canadian Securities Exchange (the “**CSE**”), through private transactions and through treasury issuances by the Issuer.

Item 2 – Identity of the Acquiror

- 2.1 State the name and address of the acquiror.

Sopica Global Retail Growth Fund, Ltd. (“**SGRGF**”) and Sopica Special Opportunities Fund Limited (“**SSOF**” and together with SGRGF, the “**Funds**”). The Funds are managed by LLF Financial S.A. (“**LLFF**” and together with the Funds, the “**Acquirors**”), an alternative investment fund manager regulated in Luxembourg. LLFF does not itself own any securities of the Issuer, but has authority to exercise control or direction over securities of the Issuer that are held by the Funds.

Sopica Global Retail Growth Fund, Ltd.
Folio Chambers, Road Town
Tortola, British Virgin
Islands VG1110

Sopica Special Opportunities Fund Limited
Folio Chambers, Road Town
Tortola, British Virgin Islands VG1110

LLF Financial S.A.,
23 Rue Aldringen
Luxembourg, Luxembourg L-1118

2.2 State the date of the transaction or other occurrence that triggered the requirement to file this report and briefly describe the transaction or other occurrence.

The Acquirors owns 6,255,749 Subordinated Voting Shares and 4,586,100 Warrants (the “**Acquired Securities**”). The Acquired Securities represent 21.50% of the issued and outstanding Subordinated Voting Shares on a partially-diluted basis (assuming no conversion of the issued and outstanding multiple voting shares (the “**Multiple Voting Shares**”) in the capital of the Issuer).¹ Assuming conversion of the issued and outstanding Multiple Voting Shares into Subordinated Voting Shares on the basis of 100 Subordinated Voting Shares for one Multiple Voting Share, the Acquired Securities represent 9.12% of the issued and outstanding Subordinated Voting Shares on a partially-diluted basis.²

On December 31, 2019, SGRGF acquired 10% secured non-convertible debentures of the Issuer in the aggregate principal amount of US\$5,000,000 (the “**Debentures**”) and as an incentive in connection therewith, SGRGF received 891,100 Warrants at an exercise price of C\$1.00 per Warrant (the “**December 2019 Acquisition**”).

On November 2, 2020, SGRGF redeemed 20% of the principal amount of Debentures and used the proceeds to purchase 3,695,000 units (the “**Units**”) in the Issuer’s non-brokered private placement at a price of C\$0.36 per Unit, with each Unit being comprised of one Subordinated Voting Share and one Warrant (the “**November 2020 Acquisition**”).

Between December 19, 2019 and December 4, 2020, SSOF acquired a total of 651,600 Subordinated Voting Shares on the Exchange (the “**Open Market Acquisitions**”) as follows:

Date	Number of Subordinated Voting Shares	Price (C\$)
04/12/2020	18,500	0.65
03/12/2020	23,000	0.64

¹ As disclosed in the preliminary short form prospectus of the Issuer dated January 19, 2021 (the “**Preliminary Prospectus**”), the Issuer had 45,847,391 Subordinated Voting Shares issued and outstanding as at September 30, 2020 after giving effect to the November 2020 Public Offering (as defined in the Preliminary Prospectus) and the November 2020 Concurrent Private Placement (as defined in the Preliminary Prospectus).

² As disclosed in the Preliminary Prospectus, the Issuer had 684,471 Multiple Voting Shares (or 68,447,100 Subordinated Voting Shares on an as converted basis) issued and outstanding as at September 30, 2020.

25/11/2020	90,500	0.48
24/11/2020	34,000	0.46
12/08/2020	2,500	0.49
11/08/2020	500	0.49
10/08/2020	2,500	0.49
07/08/2020	3,500	0.49
06/08/2020	1,000	0.48
05/08/2020	500	0.49
04/08/2020	3,500	0.49
31/07/2020	1,000	0.49
30/07/2020	5,500	0.47
29/07/2020	6,500	0.45
28/07/2020	13,000	0.45
27/07/2020	7,500	0.46
24/07/2020	9,000	0.50
23/07/2020	1,000	0.50
22/07/2020	1,500	0.50
21/07/2020	4,000	0.49
14/07/2020	5,000	0.50
10/07/2020	4,500	0.49
09/07/2020	35,000	0.45
08/07/2020	3,000	0.50
03/07/2020	400	0.48
02/07/2020	1,300	0.48
30/06/2020	300	0.48
29/06/2020	2,000	0.47
26/06/2020	2,500	0.48
24/06/2020	6,500	0.49
23/06/2020	2,000	0.49
22/06/2020	500	0.50
19/06/2020	28,000	0.49
17/06/2020	8,000	0.46
27/05/2020	15,000	0.40
20/04/2020	3,500	0.50
06/04/2020	2,000	0.50
11/02/2020	129,850	0.70
04/02/2020	6,300	0.70
03/02/2020	9,100	0.70
06/01/2020	30,800	0.70
03/01/2020	27,300	0.70
02/01/2020	12,950	0.70
31/12/2019	700	0.70
27/12/2019	21,000	0.70
19/12/2019	65,100	0.70

The December 2019 Acquisition, the November 2020 Acquisition and the Open Market Acquisitions are collectively referred to herein as the “**Acquisitions**”.

2.3 State the names of any joint actors.

SSOF and SGRGF are both managed by LLF and LLF may be considered a joint actor.

Item 3 – Interest in Securities of the Reporting Issuer

3.1 State the designation and number or principal amount of securities acquired or disposed of that triggered the requirement to file the report and the change in the acquiror's securityholding percentage in the class of securities.

See Item 2.2 above.

3.2 State whether the acquiror acquired or disposed ownership of, or acquired or ceased to have control over, the securities that triggered the requirement to file the report.

See Item 2.2 above.

3.3 If the transaction involved a securities lending arrangement, state that fact.

Not applicable.

3.4 State the designation and number or principal amount of securities and the acquiror's securityholding percentage in the class of securities, immediately before and after the transaction or other occurrence that triggered the requirement to file this report.

Immediately prior to the Acquisitions, SGRGF had no ownership of, or exercised control or direction over, any voting or equity securities of the Issuer; and SSOF owned 1,909,149 Subordinated Voting Shares (representing 9.96% of the then issued and outstanding Subordinated Voting Shares on a partially-diluted basis (assuming no conversion of the then issued and outstanding Multiple Voting Shares) and 2.34% (assuming conversion of the then issued and outstanding Multiple Voting Shares)).³

Immediately after the Acquisitions, the Acquirors held 6,255,749 Subordinated Voting Shares and 4,586,100 Warrants (representing 21.50% of the issued and outstanding Subordinated Voting Shares on a partially-diluted basis (assuming no conversion of the issued and

³ As disclosed in the management's discussion and analysis of the Issuer for the interim period ended September 30, 2019, the Issuer had 19,174,626 Subordinated Voting Shares and 62,528,700 Multiple Voting Shares (on an as-converted basis) issued and outstanding as at September 30, 2019.

outstanding Multiple Voting Shares) and 9.12% (assuming conversion of the issued and outstanding Multiple Voting Shares)).

3.5 State the designation and number or principal amount of securities and the acquiror's securityholding percentage in the class of securities referred to in Item 3.4 over which

(a) the acquiror, either alone or together with any joint actors, has ownership and control,

See Items 2.2 and 3.4 above.

(b) the acquiror, either alone or together with any joint actors, has ownership but control is held by persons or companies other than the acquiror or any joint actor, and

Not applicable.

(c) the acquiror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership.

Not applicable.

3.6 If the acquiror or any of its joint actors has an interest in, or right or obligation associated with, a related financial instrument involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the related financial instrument and its impact on the acquiror's securityholdings.

Not applicable.

3.7 If the acquiror or any of its joint actors is a party to a securities lending arrangement involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the arrangement including the duration of the arrangement, the number or principal amount of securities involved and any right to recall the securities or identical securities that have been transferred or lent under the arrangement.

State if the securities lending arrangement is subject to the exception provided in section 5.7 of NI 62-104.

Not applicable.

- 3.8 If the acquiror or any of its joint actors is a party to an agreement, arrangement or understanding that has the effect of altering, directly or indirectly, the acquiror's economic exposure to the security of the class of securities to which this report relates, describe the material terms of the agreement, arrangement or understanding.

Not applicable.

Item 4 – Consideration Paid

- 4.1 State the value, in Canadian dollars, of any consideration paid or received per security and in total.

See Items 2.2 and 3.4 above.

- 4.2 In the case of a transaction or other occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, disclose the nature and value, in Canadian dollars, of the consideration paid or received by the acquiror.

See Items 2.2 and 3.4 above.

- 4.3 If the securities were acquired or disposed of other than by purchase or sale, describe the method of acquisition or disposition.

See Items 2.2 and 3.4 above.

Item 5 – Purpose of the Transaction

State the purpose or purposes of the acquiror and any joint actors for the acquisition or disposition of securities of the reporting issuer. Describe any plans or future intentions which the acquiror and any joint actors may have which relate to or would result in any of the following:

- (a) the acquisition of additional securities of the reporting issuer, or the disposition of securities of the reporting issuer;
- (b) a corporate transaction, such as a merger, reorganization or liquidation, involving the reporting issuer or any of its subsidiaries;
- (c) a sale or transfer of a material amount of the assets of the reporting issuer or any of its subsidiaries;
- (d) a change in the board of directors or management of the reporting issuer, including any plans or intentions to change the number or term of directors or to fill any existing vacancy on the board;

- (e) a material change in the present capitalization or dividend policy of the reporting issuer;
- (f) a material change in the reporting issuer's business or corporate structure;
- (g) a change in the reporting issuer's charter, bylaws or similar instruments or another action which might impede the acquisition of control of the reporting issuer by any person or company;
- (h) a class of securities of the reporting issuer being delisted from, or ceasing to be authorized to be quoted on, a marketplace;
- (i) the issuer ceasing to be a reporting issuer in any jurisdiction of Canada;
- (j) a solicitation of proxies from securityholders;
- (k) an action similar to any of those enumerated above.

The Acquirors holds the Acquired Securities for investment purposes and, except as disclosed herein, do not have any current intentions to increase or decrease its beneficial ownership or control or direction over any additional securities of the Issuer. The Acquirors may, from time to time and depending on market and other conditions, acquire additional Subordinated Voting Shares and/or other equity, debt or other securities or instruments of the Issuer in the open market or otherwise, and reserve the right to dispose of any or all of the securities in the open market or otherwise at any time and from time to time, and to engage in similar transactions with respect to the securities, the whole depending on market conditions, the business and prospects of the Issuer and other relevant factors.

As of the date hereof, SSOF intends to participate in the bought deal prospectus offering of units (the "**Offered Units**") of the Issuer announced by the Issuer on January 13, 2021 (the "**2021 Offering**"), with each Offered Unit being comprised of one Subordinated Voting Share and one half of one Warrant. Under the 2021 Offering, SSOF intends to purchase 580,000 Offered Units, comprised of 580,000 Subordinated Voting Shares and 290,000 Warrants. The 2021 Offering is subject to customary closing conditions, and there is no certainty that such additional acquisitions of the Issuer's securities will be completed.

Item 6 – Agreements, Arrangements, Commitments or Understandings With Respect to Securities of the Reporting Issuer

Describe the material terms of any agreements, arrangements, commitments or understandings between the acquiror and a joint actor and among those persons and any person with respect to securities of the class of securities to which this report relates, including but not limited to the transfer or the voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, guarantees of profits, division of profits or loss, or the giving or withholding of proxies. Include such information for any of the securities that are pledged or otherwise subject to a contingency, the occurrence of which would give another person voting power or

investment power over such securities, except that disclosure of standard default and similar provisions contained in loan agreements need not be included.

SGRGF holds Debentures in the aggregate principal amount of US\$4,000,000.

Item 7 – Change in Material Fact

If applicable, describe any change in a material fact set out in a previous report filed by the acquiror under the early warning requirements or Part 4 in respect of the reporting issuer's securities.

Not applicable.

Item 8 – Exemption

If the acquiror relies on an exemption from requirements in securities legislation applicable to formal bids for the transaction, state the exemption being relied on and describe the facts supporting that reliance.

Not applicable.

Item 9 – Certification

Certificate

The undersigned, as the Acquirors, certifies to the best of their knowledge, information and belief, that the statements made in this report are true and complete in every respect.

Dated this 2nd day of February, 2021.

Sopica Global Retail Growth Fund, Ltd.

“Marie-Laure Aflalo”
Marie-Laure Aflalo
Director

Sopica Special Opportunities Fund Limited

“Marie-Laure Aflalo”
Marie-Laure Aflalo
Director

LLF Financial S.A.

“Yuriy Lopatynskyy”
Yuriy Lopatynskyy
Director