

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Vext Science, Inc. (the “Company”)
4152 N. 39th Avenue
Phoenix, AZ 85019
USA

Item 2: Date of Material Change

November 15, 2023

Item 3: News Release

A news release disclosing the information contained in this material change report was issued by the Company on November 16, 2023, through the newswire services of Newsfile Corp., a copy of which was filed under the Company’s profile on SEDAR+ at www.sedarplus.ca.

Item 4: Summary of Material Change

On November 16, 2023, the Company announced that it completed the sale of its cultivation facility located in Prescott Valley, Arizona (the “**Prescott Valley Facility**”) to affiliates of Elevate Cannabis Co. (“**Elevate**”) for US\$6.5 million in cash (the “**Transaction**”).

Item 5: Full Description of Material Change

5.1 Full Description of Material Change

Pursuant to the terms of a real estate purchase and sale agreement dated October 17, 2023, the Company sold the Prescott Valley Facility to Elevate for US\$6.5 million in cash. Elevate is a vertically-integrated operator based in Missouri, which has recently expanded to Arizona. The Company is at arm’s length to Elevate.

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 5: Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 6: Omitted Information

Not applicable.

Item 7: Executive Officer

The following senior officer of the Company is knowledgeable about the material change and this material change report and may be contacted:

Eric Offenberger, Chief Executive Officer
Telephone: 844-211-3725

Item 8: Date of Report

November 27, 2023
