

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

Item 1 Name and Address of Company

CABBAY HOLDINGS CORP.
Suite 1735 Two Bentall Centre
555 Burrard Street
Vancouver, BC V7X 1M9

Item 2 Date of Material Change

August 8th, 2018

Item 3 News Release

News Released August 8th, through the Newswire dissemination services and subsequently filed on SEDAR with the securities commissions of British Columbia.

Item 4 Summary of Material Change(s)

CABBAY HOLDINGS ANNOUNCES ADDITION TO BOARD OF DIRECTORS

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See Schedule "A" Attached

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information.

Not applicable.

Item 8 Executive Officer

Douglas H. Unwin,
President & CEO
(604) 762-5355

Item 9 Date of Report

August 8th, 2018



CABBAY HOLDINGS ANNOUNCES ADDITION TO BOARD OF DIRECTORS

VANCOUVER, BC, CANADA – August 8, 2108 – Cabbay Holdings Corp. (the “Company”) welcomes Harold H. Forzley CPA, CA to it’s board of directors.

Mr. Harold Forzley, also known as Hardy, is a Chartered Accountant and holds a Bachelor of Arts degree in Commerce from Simon Fraser University and has been involved in the building of numerous companies in the mining sector for 20 years. Mr. Forzley is on the Board of Directors at Pacific Cascade Minerals, Inc. Mr. Forzley was previously employed as an Independent Director by Canada Strategic Metals, Inc., Chief Financial Officer, by TransAct Energy Corp., Chief Financial Officer & Director by Grande Portage Resources Ltd., an Independent Director by Canada Gold Corp.

About Cabbay Holdings Corp.

The Company is a reporting issuer in British Columbia and has entered into a non-binding letter of intent (“LOI”), respecting the potential development of a 200,000 sq. ft. greenhouse for the cultivation of cannabis on Samson Cree First Nations lands in Alberta. This is the Company’s initial step to execute a long-term plan to participate in the cannabis industry.

The Company holds an agreement with ForwoRx Therapeutics Inc. for the development of a treatment for fibrosis and the development of a sublingual formulation of sildenafil citrate for erectile dysfunction and pulmonary arterial hypertension.

For further information, please contact:

Douglas H. Unwin,

President & CEO

(604) 762-5355

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FORWARD LOOKING STATEMENTS

Certain statements included in this press release constitute forward-looking information or statements (collectively, “forward-looking statements”), including those identified by the expressions “anticipate”, “believe”, “plan”, “estimate”, “expect”, “intend”, “may”, “should” and similar expressions to the extent they relate to the Company or its management. The forward-looking statements are not historical facts but reflect current expectations regarding future results or events. This press release contains forward looking statements. These forward-looking statements are based on current expectations and various estimates, factors and assumptions and involve known and unknown risks, uncertainties and other factors.

Readers should not place undue reliance on the Company’s forward-looking statements, as the Company’s actual results, performance or achievements may differ materially from any future results, performance or achievements expressed or implied by such forward-looking statements if known or unknown risks, uncertainties or other factors affect the Company’s business, or if the Company’s estimates or assumptions prove inaccurate. Therefore, the Company cannot provide any assurance that such forward-looking statements will materialize. The Company does not undertake to update any forward-looking information, except as, and to the extent required by, applicable securities laws.