

FORM 51-102F3
MATERIAL CHANGE REPORT

ITEM 1. Name and Address of Company

Chemesis International Inc. (“**Chemesis**” or the “**Company**”)
P.O. Box 17559
Vancouver, BC, V6E 0B2

ITEM 2. Date of Material Change

March 9, 2021

ITEM 3. News Release

A news release with respect to the contents of this report was issued on March 9, 2021 and was disseminated through the facilities of recognized newswire services. A copy of the news release was filed on SEDAR.

ITEM 4. Summary of Material Change

The Company announced the addition of [Terry White](#) as Senior Vice President of Operations, an experienced executive whom has extensive history of working in the food & beverages industry. Terry is highly skilled in Convenience, Customer Marketing, Consumer Products, Sales, and Continuous Improvement.

ITEM 5. Full Description of Material Change

5.1 Full Description of Material Change

The Company announced the addition of [Terry White](#) as Senior Vice President of Operations, an experienced executive whom has extensive history of working in the food & beverages industry. Terry is highly skilled in Convenience, Customer Marketing, Consumer Products, Sales, and Continuous Improvement.

Terry White, Senior Vice President of Operations commented, “I am excited to have the opportunity to partner with Chemesis on this initiative. I believe we are still in the infancy of the CBD Market growth potential, and our unattended retail solution, provides a unique niche to both educate and quickly provide consumers with the products that satisfies their need. Chemesis has a unique solution, at the right time and given my background, I am excited to be a part of it, and look forward to bringing it to market, and exceeding all growth projections.”

Terry will work with Chemesis & its team to assist in the execution and development of backend logistics and processes that focus on improving the consumer vending experience/VICKI program. Through this work Terry will work to further implement optimizations/implementation of proven industry best practices, which comes with his experience from the vending industry as a key contributor in the success of new go-to market strategies.

“We are elated to welcome Terry to the team, his breadth of experience in this industry is priceless and will certainly help us further develop and implement our VICKI program,” said President of Chemesis, Josh Rosenberg. “Terry will work with the team to optimize the VICKI program, improve logistics and SOPs that will support speed to market and scale of the business.”

Terry White has extensive experience in the beverage & consumer good industry, including,

- 25+ plus years of increasing responsibility in the Beverage/ Consumer Goods Industry.

- As a key member of the inaugural Business Transformation Team at Coca-Cola, successfully led several National and Global projects/ initiatives, outperforming initial projections.
- Keynote speaker at the Global Vending Conference for Coca-Cola.
- Significant experience working at the C-Suite level.
- Well versed with Setting Strategy, Organizational Design, Policy/ Procedures, Procurement, Logistics, and establishing KBIs to measure/ improve Operational Efficiencies.
- While at CCE, Led NABU in Sales and GP for 4 straight years, overseeing Cold Drink in two different Divisions.

Please see the news release attached hereto as Schedule “A” for a full description of the material change.

5.2 Disclosure for Restructuring Transactions

Not applicable.

ITEM 6. Reliance on Subsection 7.1(2) of National Instrument 51-102

This report is not being filed on a confidential basis.

ITEM 7. Omitted Information

There are no significant facts required to be disclosed herein which have been omitted.

ITEM 8. Executive Officer

The name and business number of the executive officer of the Company who is knowledgeable of the material change and this report is:

Eli Dusenbury
Chief Financial Officer Telephone
778-953-4191

ITEM 9. Date of Report

March 9, 2021



Chemesis International Inc. announces the addition of Terry White as Senior Vice President of Operations

Terry White is an accomplished executive and a former Director of Vending Operations at Coca-Cola

March 9, 2021

Vancouver, BC – Chemesis International Inc. (the “Company”) (CSE: CSI) (OTC: CADMF) (FRA: CWAB) is pleased to announce the addition of [Terry White](#) as Senior Vice President of Operations, an experienced executive whom has extensive history of working in the food & beverages industry. Terry is highly skilled in Convenience, Customer Marketing, Consumer Products, Sales, and Continuous Improvement.

Terry White, Senior Vice President of Operations commented, “I am excited to have the opportunity to partner with Chemesis on this initiative. I believe we are still in the infancy of the CBD Market growth potential, and our unattended retail solution, provides a unique niche to both educate and quickly provide consumers with the products that satisfies their need. Chemesis has a unique solution, at the right time and given my background, I am excited to be a part of it, and look forward to bringing it to market, and exceeding all growth projections.”

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On Behalf of The Board of Directors

Josh Rosenberg
President

About Chemesis International Inc.:

Chemesis International Inc. (CSE: CSI) (OTC: CADMF) is a U.S. focused multi-state cannabis company, that is focused on providing an artificially intelligent (AI) based retail solution. The Company currently holds exclusive rights to an AI based kiosk which can be deployed in high traffic areas such as, shopping malls, stadiums, transit hubs, workplaces, and large corporate headquarters.

Chemesis holds exclusive rights of the VICKI Intelligent Self-Checkout retail solution for sale of cannabis products across North America. Powered by artificial intelligence and other advanced technologies, VICKI is a modern replacement for traditional vending experiences and the first retail solution.

Investor Relations:

ir@chemesis.com
1 (604) 398-3378

Forward-Looking Information: This news release contains "forward-looking information" within the meaning of applicable securities laws. Although the Company believes that the expectations reflected in the forward-looking information are reasonable, there can be no assurance that such expectations will prove to be correct. Readers are cautioned not to place undue reliance on forward-looking information. Such forward-looking statements are subject to risks and uncertainties that may cause actual results, performance and developments to differ materially from those contemplated by these statements. Except as required by law, the Company expressly disclaims any obligation and does not intend to update any forward-looking statements or forward-looking information in this news release. Although the Company believes that the expectations reflected in the forward-looking information are reasonable, there can be no assurance that such expectations will prove to be correct. The statements in this news release are made as of the date of this release.

The CSE has not reviewed, approved or disapproved the content of this press release