

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

April 13, 2021

ITEM 3. News Release

A news release with respect to the contents of this report was issued on April 13, 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 a brand partnership with [Purek Holdings Corp.](#) (TSX: PKAN) (“PureKana”), one of the top four CBD in brand awareness in the United States. PureKana stands out amongst its competitors and has cultivated a loyal consumer base by sourcing high-quality ingredients, harnessing social media outreach to create strong brand awareness and employing targeted sales strategies.

ITEM 5. Full Description of Material Change

5.1 Full Description of Material Change

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PureKana has carefully developed a range of products including oils, gummies, capsules, topicals, edibles, vape pens, CBD for pets, CBD bath bombs, and innovative CBD picks. This strong portfolio of products allows PureKana to offer tailored products that meet the demands of its target regional demographics, in addition to operating a highly successful online marketplace, which continues to grow. As such, PureKana’s vision for expansion aligns with that of Chemesis’, to make quality CBD products more accessible to consumers through multiple verticals/platforms.

Kathy Casey, CEO of PureKana Holdings remarked “Partnering with Chemesis is a major step forward in our distribution and consumer reach capabilities. Many consumer brands are not accessing alternate routes to market to reach new consumers. Being able to access the VICKI kiosk platform will allow PureKana to reach new consumers through non-traditional placements.”

PureKana focuses on providing high-quality consumer driven products, and as such Chemesis will be introducing PureKana’s high-quality products as one of its key product offerings for the VICKI platform. This partnership provides Chemesis the opportunity to broaden its consumer access to quality, safe, and reliable, CBD products that are trusted by its consumers to support a healthy lifestyle. As such, Chemesis’s team will work with PureKana to strategically place its products throughout its vending program across the United States.

“PureKana is a highly regarded brand by consumers and within the industry for their quality and well-branded products,” said President of Chemesis, Josh Rosenberg. “This partnership will allow Chemesis and PureKana to develop a cohesive strategy to bring high-quality products to consumers through an alternate route to market. Working with a strong brand such as PureKana, will give the VICKI platform another edge over typical brick and mortar dispensaries.”

Please see the news release attached hereto 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

April 13, 2021



Chemesis International Inc. Announces Partnership with Leading Cannabis Brand Retailer PureKana

PureKana is a top 4 CBD in brand awareness in the United States with significant brand strength, loyalty and consumer retention.

April 13, 2021

Vancouver, BC – Chemesis International Inc. (the “Company”) (CSE: CSI) (OTC: CADMF) (FRA: CWAB), is pleased to announce a brand partnership with [Purek Holdings Corp.](#) (TSX: PKAN) (“PureKana”), one of the top four CBD in brand awareness in the United States. PureKana stands out amongst its competitors and has cultivated a loyal consumer base by sourcing high-quality ingredients, harnessing social media outreach to create strong brand awareness and employing targeted sales strategies.

PureKana has carefully developed a range of products including oils, gummies, capsules, topicals, edibles, vape pens, CBD for pets, CBD bath bombs, and innovative CBD picks. This strong portfolio of products allows PureKana to offer tailored products that meet the demands of its target regional demographics, in addition to operating a highly successful online marketplace, which continues to grow. As such, PureKana’s vision for expansion aligns with that of Chemesis’, to make quality CBD products more accessible to consumers through multiple verticals/platforms.

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On Behalf of The Board of Directors

Josh Rosenberg
President





About PureK Holdings Corp.

PureK Holdings Corp. leads an international omni-channel platform with diversified assets in the emerging plant-based and holistic wellness consumer product categories. The company's mission is focused on leading innovation for the informed Millennial and Generation Z generations in the rapidly growing plant-based, natural, and clean ingredient space. The company continues to focus on expansion into high-growth consumer product categories including CBD products, plant-based food and beverage, and the global pet care and skin care industries. For more information on PureK Holdings Corp., please visit <https://purekana.com/investor-relations/>.

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