

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

May 13, 2021

ITEM 3. News Release

A news release with respect to the contents of this report was issued on May 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 partnership with L4 Sales & Logistics (“L4”), a national broker for large & medium size retailers. Founded in 2014, L4 specializes in connecting start-up brands and companies to its extensive national network. The network includes significant national retailers such as Walmart, Lowes, Home Depot, Camping World, as well as a number of Grocery Store Associations.

ITEM 5. Full Description of Material Change

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“L4 has built an expansive network, and we look forward to leveraging its database,” said Josh Rosenberg, President of Chemesis. “With this partnership, we look forward to introducing the VICKI platform and its brands to L4’s vast network of retailers nationwide.”

In addition to the initial deployment strategy, L4 has secured high visibility publications that cater to large Retail Associations. These publications are distributed to thousands of retailers across the United States, and will give VICKI leads with potential placements.

Chief Executive Officer of L4, Doc Langworthy stated, “Our goal is to introduce the VICKI program to major retail stores and dispensaries in our network. We believe the VICKI program is in a prime position to expand into additional states that are moving towards recreational and medical cannabis use such as Oklahoma, where L4 has already built a strong network.”

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

May 13, 2021



Chemesis International Inc. Announces Partnership with L4 Sales & Logistics

With this partnership, Chemesis will begin its strategic deployment throughout the Pacific Northwest

May 13, 2021

Vancouver, BC – Chemesis International Inc. (the “Company”) (CSE: CSI) (OTC: CADMF) (FRA: CWAB), is pleased to announce a partnership with L4 Sales & Logistics (“L4”), a national broker for large & medium size retailers. Founded in 2014, L4 specializes in connecting start-up brands and companies to its extensive national network. The network includes significant national retailers such as Walmart, Lowes, Home Depot, Camping World, as well as a number of Grocery Store Associations.

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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