

Form 51-102F3 Material Change Report

Item 1: Name and Address of Company

The Yield Growth Corp. (the “**Issuer**”)
Suite 200 – 1238 Homer Street
Vancouver, BC V6B 2Y5

Item 2: Date of Material Change

April 27, 2020

Item 3: News Release

A news release was issued and disseminated on April 28, 2020 via stockwatch.com and baystreet.com and filed on SEDAR April 28, 2020 at www.sedar.com.

Item 4: Summary of Material Change

On April 27, 2020, the Issuer’s subsidiary Jack n Jane Essentials Inc. entered into a definitive agreement with Argentia Gold Corporation.

Item 5: Full Description of Material Change

Please see the news release attached hereto as Schedule “A”.

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

Not applicable.

Item 7: Omitted Information

None.

Item 8: Executive Officer

Penny White
CEO and President
Telephone: (833) 514-2677

Item 9: Date of Report

May 7, 2020

Schedule "A"

News Release attached as the following pages.

Yield Growth Signs Definitive Agreement with LP Argentia Gold to Manufacture Jack n Jane Cannabis Products in Canada

Vancouver, British Columbia--(Newsfile Corp. - April 28, 2020) - [The Yield Growth Corp.](#) (CSE: BOSS) (OTCQB: BOSQF) (FSE: YG3) ("Yield Growth") announces its wholly owned subsidiary Jack n Jane Essentials Inc. signed a definitive agreement on April 27, 2020 with licensed producer Argentia Gold Corporation ("Argentia"), for the manufacture and distribution of Jack n Jane branded cannabis products in Canada.



Figure 1: Yield Growth Signs Definitive Agreement with LP Argentia Gold to Manufacture Jack n Jane Cannabis Products in Canada

To view an enhanced version of Figure 1: please visit:
https://orders.newsfilecorp.com/files/6377/54986_y2.jpg

The agreement includes 35 products to be launched over a 2-year term, including similar products that have been previously launched by Yield Growth subsidiary and cannabis wellness brand Wright & Well, in Oregon, U.S. Yield Growth has developed the cannabis brand Jack n Jane especially for the Canadian market, with dozens of cannabis 2.0 products planned using proprietary formulas from Yield Growth's extensive catalogue.

The agreement states the parties will work towards an initial summer 2020 launch with THC-infused topical balm, gel, massage oil and THC and CBD tinctures, as seen in the Wright & Well collection. THC pre-rolls,

live resin and gummies are planned for launch in late 2020 and THC-infused mints and chocolates, as well as CBD skin care products are planned to launch in 2021. Cannabis-infused beverages, teas, capsules and intimacy products are planned to follow. The formulas for the 35 products in the line come from Yield Growth's extensive formula library. These formulas are all natural, plant-based, and developed with Ayurvedic principles. The topical products contain Yield Growth's proprietary hemp root oil, made using Yield Growth's proprietary and patent-pending extraction technology. Argentia Gold expects to fulfill the licensing requirements to sell cannabis products in 3 provinces next month, with plans underway to obtain sales licenses in 7 more provinces this year.

"We are extremely excited to be embarking on this new initiative. Argentia Gold has the cannabis cultivation and processing licenses to enable us to launch our Jack n Jane products in Canada. The execution of this agreement marks the culmination of years of work by our product development, branding, legal and marketing teams," says Penny White, Yield Growth co-founder and CEO. "After launching 20 cannabis and personal care products in the past 16 months, while developing a diverse range of brands, we have gained the expertise to launch a range of cannabis 2.0 products into the Canadian market over the next 2 years."

"Our partnership with Yield Growth delivers a line of products that greatly expands our offerings and further positions Argentia Gold as a leader in this newly emerging market of beverages, edibles and topicals," says Dave Thomson, Argentia Gold Sales Manager. "Argentia Gold's expertise in the cannabis and consumer packaged goods sectors will allow Yield Growth to successfully enter the infused market and paves the way for the two companies to potentially become major players in cannabis 2.0 in Canada."

Under the agreement, Jack n Jane will provide non-cannabis raw materials, bulk product, product formulation information, product development, marketing, packaging and labels, and sales support. Argentia's obligations are to provide cannabis ingredients, manufacturing services, ensure regulatory compliance, and distribute the products throughout Canada. The term of the agreement is 2 years, and the parties agree to equally split the profits after costs recoupment. Yield Growth retains all intellectual property in its Jack n Jane brand and formulations. This is not a related party transaction and no finders fees are payable for this agreement.

Yield Growth already has the required child-resistant packaging and bulk product ready for cannabis infusion for the initial product launch. Products must be registered and approved by Health Canada before manufacturing begins, and then the products need to be registered in each province for online sales and sales through dispensary retail stores throughout Canada prior to sale.

According to estimates by Deloitte, Canadian cannabis topicals and edibles (Cannabis 2.0) could be worth CAD \$2.7 billion annually. The global legal marijuana market size is expected to reach USD \$73.6 billion by 2027, according to a new report published by Grand View Research, Inc.

About Argentia Gold Corporation

Argentia Gold Corporation is a licensed producer in Newfoundland and Labrador. Its facility, a former U.S. naval base turned industrial park on the deep-water Port of Argentia, encompasses approximately 80,000 square feet on 10 acres of land, and they are currently using 14,000 square feet with lots of room to grow.

About The Yield Growth Corp.

The Yield Growth Corp. is a consumer packaged goods company that develops and acquires intellectual property and other assets related to plant-based products and therapeutics, and develops, manufactures, markets, sells and distributes plant-based products that improve lives. It has over 200 proprietary wellness formulas at various stages of commercialization. Its products are sold through e-commerce worldwide and retail stores in 3 countries with distribution agreements in place for 12 more countries. It has 14 patent applications filed in what the Global Wellness Institute reports is a \$4.2 trillion-dollar global wellness market. It owns the plant-based skin care brand Urban Juve, which is currently launching a line of hand care products, and it owns wellness brands Wright & Well and Jack n Jane. Its majority owned subsidiary NeonMind Biosciences Inc. is launching a line of medicinal mushroom products and is developing intellectual property in the emerging area of psychedelic medicine. The Yield Growth management team has deep experience with global brands including Johnson & Johnson, Procter & Gamble, Skechers and Aritzia.

For more information about Yield Growth, visit www.yieldgrowth.com or follow [@yieldgrowth](https://www.instagram.com/yieldgrowth) on Instagram. Visit www.urbanjuve.com and #findyourjuve across social platforms to learn, engage and shop.

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The Canadian Securities Exchange has not reviewed, approved or disapproved the contents of this news release.

Cautionary Statement Regarding Forward-Looking Statements

This press release includes forward-looking information and statements (collectively, "forward looking statements") under applicable Canadian securities legislation. Forward-looking statements are necessarily based upon a number of estimates, forecasts, beliefs and assumptions that, while considered reasonable, are subject to known and unknown risks, uncertainties, and other factors which may cause actual results and future events to differ materially from those expressed or implied by such forward-looking statements. Such risks, uncertainties and factors include, but are not limited to: risks related to the development, testing, licensing, brand development, availability of packaging, intellectual property protection, reduced global commerce and reduced access to raw materials and other supplies do to the spread of the Coronavirus, the potential for not acquiring any rights as a result of the patent application and any products making use of the intellectual property may be ineffective or the company may be unsuccessful in commercializing them; and other approvals will be required before commercial exploitation of the intellectual property can happen. The laws around cultivating, selling and using psychedelic mushrooms would need to change in most jurisdictions in order for the use of psychedelic products to be legal and sale of, and demand for, Urban Juve, Wright & Well, NeonMind and Jack n Jane products, general business, economic, competitive, political and social uncertainties, delay or failure to receive board or regulatory approvals where applicable, and the state of the capital markets. Yield Growth cautions readers not to place undue reliance on forward-looking statements provided by Yield Growth, as such forward-looking statements are not a guarantee of future results or performance and actual results may differ materially. The forward-looking statements contained in this press release are made as of the date of this press release, and Yield Growth expressly disclaims any obligation to update or alter statements containing any forward-looking information, or the factors or assumptions

underlying them, whether as a result of new information, future events or otherwise, except as required by law.

YIELD GROWTH

To view the source version of this press release, please visit <https://www.newsfilecorp.com/release/54986>