

51-102F3
MATERIAL CHANGE REPORT

Item 1 **Name and Address of Company**

TRANSCANNA HOLDINGS INC. (the "Company")
928-1030 West Georgia Street
Vancouver, BC V6E 2Y3

Item 2 **Date of Material Change**

November 16 2020

Item 3 **News Release**

The news release was disseminated by Newsfile on November 16, 2020.

Item 4 **Summary of Material Change**

Appointment of Ms. Jennifer Brown to the Company's Board of Directors.

Item 5 **Full Description of Material Change**

5.1 **Full Description of Material Change**

The Company announced the appointment of Ms. Jennifer Brown to the Company's Board of Directors.

Ms. Brown is an Experienced Enterprise Risk Manager, Anti-Money Laundering, Compliance & Fraud Prevention Professional. Ms. Brown has over 15 years managing various organizations' operations divisions and enterprise risk management programs at various financial institutions. In her roles, Ms. Brown has been responsible for the development and implementation of analytic fiscal reports, policies, and procedures that satisfy compliance requirements and maintaining thorough understanding of state and federal laws and regulations to ensure compliance. Mr. Brown earned a Bachelors' Degree in Criminal Justice with concentration on Homeland Security from Brandman University and is currently pursuing an MBA in Accounting from National University. Ms. Brown is a member of the Association of Certified Anti-Money Laundering Specialist (ACAMS), California Financial Crimes Investigators Association (CFCIA), Northern California Compliance Roundtable, Sacramento Metro EDGE, and Sacramento Young Professionals (YP).

Ms. Brown has also been appointed a member of the Company's audit committee.

"We are excited to have Jennifer join the Board of Directors here at TransCanna. She is a great addition to our team and brings a wealth of experience and knowledge to help propel the Company forward," stated Bob Blink, the Company's CEO.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

None

Item 8 Officer

Emily Davis, Corporate Secretary

Item 9 Date of Report

November 19, 2020



403 – 850 Harbourside Drive
North Vancouver, BC V7P 0A3

TransCanna Appoints Jennifer Brown as Director

**Canadian Securities Exchange: TCAN
Borse Frankfurt: TH8**

Vancouver, BC, November 16, 2020 - TransCanna Holdings Inc. (CSE: TCAN: XETR: TH8) ("**TransCanna**" or the "**Company**") is pleased to announce the appointment of Ms. Jennifer Brown to the Company's Board of Directors.

Ms. Brown is an Experienced Enterprise Risk Manager, Anti-Money Laundering, Compliance & Fraud Prevention Professional. Ms. Brown has over 15 years managing various organizations' operations divisions and enterprise risk management programs at various financial institutions. In her roles, Ms. Brown has been responsible for the development and implementation of analytic fiscal reports, policies, and procedures that satisfy compliance requirements and maintaining thorough understanding of state and federal laws and regulations to ensure compliance. Mr. Brown earned a Bachelors' Degree in Criminal Justice with concentration on Homeland Security from Brandman University and is currently pursuing an MBA in Accounting from National University. Ms. Brown is a member of the Association of Certified Anti-Money Laundering Specialist (ACAMS), California Financial Crimes Investigators Association (CFCIA), Northern California Compliance Roundtable, Sacramento Metro EDGE, and Sacramento Young Professionals (YP).

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About TransCanna Holdings Inc.

TransCanna Holdings Inc. is a California based, Canadian listed company building Cannabis-focused brands for the California lifestyle through its wholly-owned California subsidiaries.

For further information, please visit the Company's website at www.transcanna.com or email the Company at info@transcanna.com.

On behalf of the Board of Directors
Bob Blink, CEO
604-349-3011

Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release.