

51-102F3
MATERIAL CHANGE REPORT

Item 1 **Name and Address of Company**

TRANSCANNA HOLDINGS INC. (the "Company")
403B 850 Harbourside Dr.
North Vancouver, BC V7P 0A3

Item 2 **Date of Material Change**

December 18, 2020

Item 3 **News Release**

The news release was disseminated by Newsfile on December 18, 2020.

Item 4 **Summary of Material Change**

TransCanna AGM results

Item 5 **Full Description of Material Change**

5.1 **Full Description of Material Change**

TransCanna reported the results of voting at its annual general meeting of shareholders which was held on December 16, 2020 in Vancouver, British Columbia (the "**Meeting**"). All matters submitted to the shareholders for approval as set out in the Company's notice of meeting and information circular dated November 7, 2020 were duly approved. Details of the voting results are provided below:

Election of Directors

The number of directors to be elected was fixed at four (4) and the following persons were elected to serve as directors of the Company:

Douglas L. Mason
James R. Blink
Stephanie Wesik

Unfortunately due to personal reasons Jennifer Brown was unable to accept her appointment to the Company's board of directors. The Company wishes her the best of luck in her future endeavours. The Company has identified suitable candidates for its Board of Directors to replace Ms. Brown.

Appointment of Auditor

Dale Matheson Carr-Hilton Labonte LLP, Chartered Professional Accountants was re-appointed as the auditor of the Company for the ensuing year and the directors

were authorized to fix their remuneration.

Approval of Stock Option Plan

The Company's stock-option plan was ratified and re-approved by ordinary resolution.

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

Stephanie Wesik, President

Item 9 Date of Report

December 23, 2020

