

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

BevCanna Enterprises Inc. (the “Company”)
200 – 1672 West 2nd Avenue
Vancouver, BC, V6J 1H

Item 2 Date of Material Change

September 3, 2019

Item 3 News Release

The news release dated September 6, 2019 was disseminated via Baystreet and Stockwatch.

Item 4 Summary of Material Change

The Company announced that its Board of Directors has appointed Oleg Scherbina as Chief Financial Officer and Corporate Secretary of the Company, effective September 3, 2019.

Item 5 Full Description of Material Change

The Company announced that its Board of Directors has appointed Oleg Scherbina as Chief Financial Officer and Corporate Secretary of the Company, effective September 3, 2019.

Mr. Scherbina takes over the role from previous CFO Michael Darby, whose move to another city necessitated his resignation from the role.

In connection with Mr. Scherbina’s appointment, the Company has granted to him 50,000 stock options to purchase up to 50,000 common shares of the Company. Each option vests immediately upon the grant and is exercisable for a period of 3 years from the date of grant at a price of \$0.59 per common share. The options and the common shares issuable upon the exercise of the options held by the optionee are subject to a Canadian Securities Exchange hold period of four months from the date of grant of the stock options.

The material change is fully described in Item 4 above and in the attached news release which has been filed on SEDAR.

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

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

Martino Ciambrelli, President
Telephone: 1-604-569-1414

Item 9 Date of Report

September 6, 2019

Press release

BevCanna Enterprises Announces Appointment of New Chief Financial Officer

Finance executive Oleg Scherbina promoted to senior role at the infused beverage producer

VANCOUVER, BC., Sept 6, 2019. BevCanna Enterprises Inc. (CSE:BEV, O:BVNNF) (“BevCanna” or the “Company”) announced today that its Board of Directors has appointed Oleg Scherbina as Chief Financial Officer and Corporate Secretary of the Company, effective September 3, 2019.

Mr. Scherbina is a highly experienced Chartered Professional Accountant (CPA) with over 20 years of experience in financial management and accounting with various publicly-listed companies. Prior to joining BevCanna earlier this year as its controller, Mr. Scherbina held senior financial management roles in the mining, construction and oil sectors, and acted as a strategic consultant to a number of mineral exploration companies. Previous roles include CFO of TSX Venture Exchange-listed companies such as Westminster Resources, Jaxon Mining and Global Cobalt.

“Oleg is a strong asset to the BevCanna team and we’re pleased to promote him to this integral role,” said Marcello Leone, CEO of BevCanna. “BevCanna is rapidly expanding our operations in both Canada and the U.S., and Oleg’s experience with TSX-V listed companies, combined with his professional qualifications in both jurisdictions, will be critical to achieving our long-term goals.”

“BevCanna is at an exciting point in its development,” noted Mr. Scherbina. “The infused beverage market is emerging quickly as a major sector within the already burgeoning cannabis industry, and we’re ideally positioned to take advantage of this growth. I’m very much looking forward tackling my new role.”

Mr. Scherbina is a member of the Chartered Professional Accountants of British Columbia and is also a licensed CPA in the state of Washington. He holds an MSc in Accounting and Audit and a Bachelor of Laws. Mr. Scherbina lives with his family in Vancouver, British Columbia.

Mr. Scherbina takes over the role from previous CFO Michael Darby, whose move to another city necessitated his resignation from the role. BevCanna thanks Mr. Darby for his contribution to BevCanna, and for his work with Mr. Scherbina to ensure a smooth transition.

In connection with Mr. Scherbina’s appointment, the Company has granted to him 50,000 stock options to purchase up to 50,000 common shares of the Company. Each option vests immediately upon the grant and is exercisable for a period of 3 years from the date of grant at a price of \$0.59 per common share. The options and the common shares issuable upon the exercise of the options held by the optionee are subject to a Canadian Securities Exchange hold period of four months from the date of grant of the stock options.

About BevCanna

[BevCanna Enterprises Inc.](#) (CSE: BEV) plans to develop and manufacture cannabinoid-infused beverages and consumer products for in-house brands and white label clients. With decades of

experience creating, branding and distributing iconic brands that have resonated with consumers on a global scale, the team demonstrates an expertise unmatched in the emerging cannabis beverage category. Based in British Columbia, Canada, BevCanna has a 100-acre outdoor cultivation site in the fertile Okanagan Valley and the exclusive rights to a pristine spring water aquifer, as well as a world-class 40,000-square-foot, HACCP certified manufacturing facility, with a current bottling capacity of up to 72M bottles. BevCanna's vision is to be a global leader in infused innovations.

For media enquiries or interviews, please contact:

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For investor inquiries, please contact:

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Disclaimer for Forward-Looking Information

Certain information in this news release constitutes forward-looking statements under applicable securities laws. Any statements that are contained in this news release that are not statements of historical fact are forward-looking statements. Forward looking statements are often identified by terms such as "may", "should", "anticipate", "expect", "potential", "believe", "intend", "estimate" or the negative of these terms and similar expressions. Forward-looking statements in this news release include, but are not limited to: that BevCanna is rapidly expanding its operations in both Canada and the U.S., and Mr. Scherbina's experience with TSX-V listed companies, combined with his professional qualifications in both jurisdictions, will be critical to achieving the Company's long-term goals; that BevCanna is ideally positioned to take advantage of the growth in the quickly emerging infused beverage market within the already burgeoning cannabis industry; statements with respect to the development and manufacturing of cannabinoid-infused beverages and consumer products for in-house brands and white label clients; the emerging cannabis beverage category; the burgeoning cannabis industry; and the business plans of the Company.

These statements are based on certain assumptions regarding anticipated changes to Canadian federal legislation to legalize infused beverages later this year; the continued normalization of cannabis-infused beverage consumption habits; the issuances of licences by Health Canada to the Company; that Mr. Scherbina's experience will contribute to the Company achieving its long-term goals; and expectations with respect to the future growth of recreational cannabis products. Readers are cautioned not to place undue reliance on forward-looking statements. The assumptions of the Company, although considered reasonable by it at the time of preparation, may prove to be incorrect. In addition, forward-looking statements necessarily involve known and unknown risks, including, without limitation, risks associated with future legislative and regulatory developments; the Company not being issued licences by Health Canada; and other risks. Such information, although considered reasonable by management at the time of preparation, may prove to be incorrect and actual results may differ materially from those anticipated. The Company disclaims any intention or obligation to

update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.