

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

October 7, 2019

Item 3 News Release

The news release dated October 7, 2019 was disseminated via Baystreet and Stockwatch.

Item 4 Summary of Material Change

The Company announced business objectives for the second half of 2019 and beyond. The Company’s business objectives for the upcoming six months include:

- forming R&D relationships with multiple Canadian Licensed Producers and established US entities looking to enter the Canadian market with their infused product portfolio. Under the Company’s newly issued Health Canada Research License, activities include validating pre-commercialization standard operating procedures, product conceptualization and stability trials;
- continuing ongoing discussions with multiple Canadian Licensed Producers for white-label manufacturing of cannabis infused beverages for the Canadian market; and
- refinement and roll-out of BevCanna’s in-house brand concepts for both the Canadian and United States markets, including Anarchist Mountain Beverages, BevCanna’s first brand, which is inspired by the site of the Company’s bottling operations and Gräv Beverages, a brand that represents an easy-drinking range of cannabis-infused iced tea beverages. Additionally, BevCanna is in the final development stage for a 3rd product line that will be the catalyst for the launch of the Company’s water-soluble powder beverage line in California.

The Company also announced it engaged Proactive Investors (“**Proactive**”) for Proactive to provide certain corporate branding, marketing and investor relations services to the Company. The Company agreed to pay Proactive \$30,600 pursuant to the engagement, which has a six month term and expires January 2020. Proactive has initiated a research report on the Company.

Item 5 Full Description of Material Change

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

Oleg Scherbina, Chief Financial Officer
Telephone: 1-604-569-1414

Item 9 Date of Report

October 8, 2019

BevCanna Provides Corporate Update

VANCOUVER, British Columbia, October 7, 2019 — BevCanna Enterprises Inc. (“BevCanna” or the “Company”) (CSE:BEV, Q:BVNNF, FSE:7BC), an emerging leader in infused innovations, is pleased to announce business objectives for the second half of 2019 and beyond. The Company’s business objectives for the upcoming six months include:

- forming R&D relationships with multiple Canadian Licensed Producers and established US entities looking to enter the Canadian market with their infused product portfolio. Under the Company’s newly issued Health Canada Research License, activities include validating pre-commercialization standard operating procedures, product conceptualization and stability trials;
- continuing ongoing discussions with multiple Canadian Licensed Producers for white-label manufacturing of cannabis infused beverages for the Canadian market; and
- refinement and roll-out of BevCanna’s in-house brand concepts for both the Canadian and United States markets, including Anarchist Mountain Beverages, BevCanna’s first brand, which is inspired by the site of the Company’s bottling operations and Gräv Beverages, a brand that represents an easy-drinking range of cannabis-infused iced tea beverages. Additionally, BevCanna is in the final development stage for a 3rd product line that will be the catalyst for the launch of the Company’s water-soluble powder beverage line in California.

The Company also announces the following recent business developments:

- entered into definitive agreement with Higharchy Ventures Ltd. to manufacture infused beverages for the Canadian market;
- finalized definitive agreement with Clearwater CannGrow Ltd. to act as contract cultivator with respect to the Company’s 130-acre outdoor cultivation site in the fertile Okanagan Valley. Land clearing and plowing, irrigation, equipment purchases, drying facility build out, planting of a cover crop, and fencing have all commenced on site; and
- engaged Proactive Investors (“**Proactive**”) for Proactive to provide certain corporate branding, marketing and investor relations services to the Company. The Company agreed to pay Proactive \$30,600 pursuant to the engagement, which has a six month term and expires January 2020. Proactive has initiated a research report on the Company. The report may be viewed at: www.proactiveinvestors.co.uk/companies/news/904257/bevcanna-cnsxbev---emerging-leader-in-infused-beverage-innovations-904257.html.

About BevCanna Enterprises Inc.

[BevCanna Enterprises Inc.](#) (CSE:BEV,Q:BVNNF, FSE:7BC) develops and manufactures 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 130-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 per shift/per annum.

Disclaimer for Forward-Looking Information

This news release contains forward-looking statements under applicable securities laws, including the statements regarding: the Company's business objectives for the second half of 2019 and beyond; forming R&D relationships with multiple Canadian Licensed Producers and established US entities looking to enter the Canadian market with their infused product portfolio; continuing ongoing discussions with multiple Canadian Licensed Producers for white-label manufacturing of cannabis infused beverages for the Canadian market; the refinement and roll-out of BevCanna's in-house brand concepts for both the Canadian and United States markets, and that BevCanna is in the final development stage for a 3rd product line that will be the catalyst for the launch of the Company's water-soluble powder beverage line in California. These statements are based on certain assumptions, including regarding anticipated changes to Canadian federal legislation to legalize infused beverages. Readers are cautioned not to place undue reliance on forward-looking statements. The assumptions of BevCanna, 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 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. BevCanna 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.

Contacts

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