

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 1H4

Item 2 Date of Material Change

July 6, 2020.

Item 3 News Release

The news release dated July 6, 2020 was disseminated via Cision.

Item 4 Summary of Material Change

The Company announced that that it has entered into a non-binding letter of intent (the “**LOI**”) to manufacture white-label CBD wellness beverages for influential US health and beauty brand Marianna Naturals Corp. (“**Marianna**”).

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announced that that it has entered into an LOI to manufacture white-label CBD wellness beverages for influential US health and beauty brand Marianna.

Under the proposed definitive agreement contemplated in the LOI, the Company will become the exclusive Canadian manufacturing and distribution partner for Marianna's new line of CBD-based wellness beverages. The Company will leverage its extensive experience in developing and launching beverages in the Canadian market to bring the popular brand to Canada, and will maintain responsibility and compliance with Health Canada. The Company will manufacture the beverage line through its pending standard processing license, and the subsequent receipt of its sales license.

Marianna will hold responsibility for national sales and marketing efforts to launch the product line in Canada. The white label agreement will be for an initial term of three years with a subsequent three year renewal option.

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

5.2 Disclosure for Restructuring Transactions

Not Applicable.

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

John Campbell, Chief Financial Officer
Telephone: 1-604-569-1414

Item 9 Date of Report

July 7, 2020.

BevCanna Named Exclusive Canadian White Label Manufacturer of Marianna Naturals' New CBD Wellness Beverage

Cannabis-infused beverage expert signs LOI with the popular U.S. health and beauty brand

VANCOUVER, BC, July 6, 2020 /CNW/ - Emerging leader in infused cannabis beverages, BevCanna Enterprises Inc. (CSE: BEV) (OTCQ: BVNNF) (FSE: 7BC) ("BevCanna" or the "Company") announced today that it has entered into a non-binding letter of intent (the "LOI") to manufacture white-label CBD wellness beverages for influential US health and beauty brand Marianna Naturals Corp. ("Marianna").

Under the proposed definitive agreement contemplated in the LOI, BevCanna will become the exclusive Canadian manufacturing and distribution partner for Marianna's new line of CBD-based wellness beverages. BevCanna will leverage its extensive experience in developing and launching beverages in the Canadian market to bring the popular brand to Canada, and will maintain responsibility and compliance with Health Canada. BevCanna will manufacture the beverage line through its pending standard processing license, and the subsequent receipt of its sales license.

Marianna will hold responsibility for national sales and marketing efforts to launch the product line in Canada. The white label agreement will be for an initial term of three years with a subsequent three-year renewal option.

"We're very pleased to add a highly successful brand like Marianna to our growing portfolio of white-label partners," said John Campbell, Chief Strategic Officer at BevCanna. "The proposed partnership fits well with our strategy of building out this vertical and our goal of achieving a consistent revenue stream for the business."

"We've been looking for a partner that has the right combination of beverage manufacturing and regulatory expertise to bring our CBD beverage line to the Canadian market," said Joel DeBellefeuille, Chief Executive Officer and Director of Marianna. "BevCanna fit the bill perfectly. We think that our customers will love the finished product."

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 resonate 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 292-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 210M bottles per annum.

About Marianna Naturals Corp.

Marianna Naturals Corp. and Beauty Kitchen manufacture fresh handmade CBD & non-CBD beauty care, personal care, and cosmetics products. Beauty Kitchen's founder and CEO, Heather Marianna, skyrocketed in popularity with the launch of her Beauty Kitchen YouTube series in 2012 where she showcased simple, do-it-yourself beauty recipes made with common kitchen household ingredients. The series generated a powerful following of more than 4 million viewers. Beauty Kitchen is regularly featured in: Forbes, The Source, MTV, Bravo, The New York Post, People,

Flipsnack, Vegas, Star Magazine, Radar Online and many more media outlets.

On behalf of the Board of Directors:


John Campbell, Chief Financial Officer and Chief Strategy Officer
Director, BevCanna Enterprises Inc.

Disclaimer for Forward-Looking Information

This news release contains forward-looking information that involves various risks and uncertainties regarding future events. Such forward-looking information can include without limitation statements based on current expectations involving a number of risks and uncertainties and are not guarantees of future performance of the Company. Forward-looking statements made in this news release relate to: the proposed business relationship between the Company and Marianna; that BevCanna will become the exclusive Canadian manufacturing and distribution partner for Marianna's new line of CBD-based wellness beverages; that BevCanna will leverage its extensive experience in developing and launching beverages in the Canadian market to bring the popular brand to Canada, and will maintain responsibility and compliance with Health Canada; that BevCanna will manufacture the beverage line through its pending standard processing license, and the subsequent receipt of its sales license; that Marianna will hold responsibility for national sales and marketing efforts to launch the product line in Canada; that the proposed definitive white label agreement will be for an initial term of three years with a subsequent three-year renewal option; that the proposed partnership fits well with BevCanna's strategy of building out this vertical and its goal of achieving a consistent revenue stream for the business; the belief that Marianna's customers will love the finished product; and other matters relating to the Company's business plans.

There are numerous risks and uncertainties that could cause actual results and the Company's plans and objectives to differ materially from those expressed in the forward-looking information, including the inability of the parties to enter into the proposed definitive agreement on the terms announced or at all; the inability of the Company to obtain necessary licences from Health Canada with respect to cannabis; and adverse market conditions. Actual results and future events could differ materially from those anticipated in such information. These and all subsequent written and oral forward-looking information are based on estimates and opinions of management on the dates they are made and are expressly qualified in their entirety by this notice. The Company disclaims any intent or obligation to update publicly any forward-looking information, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws, and the Company does not assume any liability for disclosure relating to any other company mentioned herein.

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For further information: For BevCanna media enquiries or interviews, please contact: Wynn Theriault, Thirty Dash Communications Inc., 416-710-3370, wynn@thirtydash.ca; For Marianna media enquiries or interviews, please contact: Joel DeBellefeuille, Chief Executive Officer, Director, Marianna Naturals, 514-434-2640, joel@marianna.ca; Media inquiries: press@mariannacorp.com; For investor enquiries, please contact: Luca Leone, BevCanna Enterprises Inc., 604-880-6618, luca@bevcanna.com

CO: BevCanna Enterprises Inc.

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