

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

October 6, 2020.

Item 3 News Release

The news release dated October 6, 2020 was disseminated via Stockwatch and BayStreet.

Item 4 Summary of Material Change

The Company announced that it has retained Venture Liquidity Providers Inc. (“**VLP**”) to provide market-making services.

The Company also announced that it has closed a non-brokered private placement financing (the “**Financing**”). Pursuant to the Financing, the Company sold 462,000 units (each, a “**Unit**”) at a price of \$0.25 per Unit for gross proceeds of \$115,500.

The Company further announced that it has granted (the “**Grant**”) 100,000 stock options to purchase up to 100,000 common shares of the Company to a consultant of the Company.

Item 5 Full Description of Material Change.

5.1 Full Description of Material Change

The Company announced that it has retained VLP to provide market-making services. The market making service will be undertaken by VLP through a registered broker, W.D. Latimer Co. Ltd. in compliance with CSE policies. VLP intends to buy and sell shares of the Company on the CSE for the purpose of maintaining an orderly trading market or providing liquidity in the Company’s shares. The term of the agreement is one year and may be terminated by either party immediately upon receiving written notice. In consideration of the services to be provided, the Company has agreed to pay VLP \$5,000 monthly.

The Company also announced that it has closed a Financing. Pursuant to the Financing, the Company sold 462,000 Units at a price of \$0.25 per Unit for gross proceeds of \$115,500. Each Unit was comprised of one common share and one share purchase warrant (each, a “**Warrant**”), with each Warrant entitling the holder to purchase one additional share at a price of \$0.30 per share until October 6, 2021. The intended use of proceeds of the Financing is general working capital purposes.

The Company further announced the Grant of 100,000 stock options to purchase up to 100,000 common shares of the Company to a consultant of the Company. All 100,000 options granted vest immediately upon the Grant and are exercisable for a period of 2 years from the date of Grant at a price of \$0.30 per common share.

The securities acquired in the Financing and the Grant are subject to resale restrictions imposed by applicable law or regulation, including a statutory hold period expiring four months and one day from the date of the Grant.

The Company also announced it has entered into the following agreements:

- An agreement with Dig Media Inc. dated July 31, 2020, doing business as Investing News Network (“**INN**”) pursuant to which INN agreed to provide certain lead generation, corporate branding, marketing and investor relations services to the Company for a term of 12 months commencing on October 1, 2020 in consideration for \$58,800; and
- An agreement with Hybrid Financial Ltd. (“**Hybrid**”) pursuant to which Hybrid agreed to provide certain branding, distribution, marketing and investor relations services to the Company for a term of 12 months in consideration for cash of \$84,000. Hybrid is hosting a corporate presentation prepared by the Company. The presentation may be viewed at: <https://bevcanna.s3.us-east-2.amazonaws.com/BevCanna+Corporate+Presentation-Final.pdf>.

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

October 6, 2020.



Press Release

BevCanna Engages Venture Liquidity Providers for Market Making Services

VANCOUVER, BC, October 6, 2020. Emerging leader in infused cannabis beverages, BevCanna Enterprises Inc. (CSE:BEV, Q:BVNNF, FSE:7BC) ("BevCanna" or the "Company"), announces that it has retained Venture Liquidity Providers Inc. ("VLP") to provide market-making services. The market making service will be undertaken by VLP through a registered broker, W.D. Latimer Co. Ltd. in compliance with CSE policies. VLP intends to buy and sell shares of BevCanna on the CSE for the purpose of maintaining an orderly trading market or providing liquidity in the Company's shares. The term of the agreement is one year and may be terminated by either party immediately upon receiving written notice. In consideration of the services to be provided, BevCanna has agreed to pay VLP \$5,000 monthly.

The Company also announces that it has closed a non-brokered private placement financing (the "Financing"). Pursuant to the Financing, the Company sold 462,000 units (each, a "Unit") at a price of \$0.25 per Unit for gross proceeds of \$115,500. Each Unit was comprised of one common share and one share purchase warrant (each, a "Warrant"), with each Warrant entitling the holder to purchase one additional share at a price of \$0.30 per share until October 6, 2021. The intended use of proceeds of the Financing is general working capital purposes.

The Company also announces that it has granted (the "Grant") 100,000 stock options to purchase up to 100,000 common shares of the Company to a consultant of the Company. All 100,000 options granted vest immediately upon the Grant and are exercisable for a period of 2 years from the date of Grant at a price of \$0.30 per common share.

None of the securities acquired in the Financing or the Grant will be registered under the United States Securities Act of 1933, as amended (the "1933 Act"), and none of them may be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the 1933 Act. This news release shall not constitute an offer to sell or a solicitation of an offer to buy nor shall there be any sale of the securities in any state where such offer, solicitation, or sale would be unlawful.

The securities acquired in the Financing and the Grant are subject to resale restrictions imposed by applicable law or regulation, including a statutory hold period expiring four months and one day from the date of the Grant.

The Company also announces it has entered into the following agreements:

- An agreement with Dig Media Inc. dated July 31, 2020, doing business as Investing News Network ("INN") pursuant to which INN agreed to provide certain lead generation, corporate



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branding, marketing and investor relations services to the Company for a term of 12 months commencing on October 1, 2020 in consideration for \$58,800; and

- An agreement with Hybrid Financial Ltd. (“**Hybrid**”) pursuant to which Hybrid agreed to provide certain branding, distribution, marketing and investor relations services to the Company for a term of 12 months in consideration for cash of \$84,000. Hybrid is hosting a corporate presentation prepared by the Company. The presentation may be viewed at: <https://bevcanna.s3.us-east-2.amazonaws.com/BevCanna+Corporate+Presentation-Final.pdf>.

About Venture Liquidity Providers Inc.

VLP is a Specialized Consulting Firm based in Toronto providing a variety of services focused on Exchange listed stocks. VLP's exclusive Market Making Service is provided by W.D. Latimer Co. Limited, Canada's premier Market Making Firm.

About BevCanna Enterprises Inc.

BevCanna Enterprises Inc. (CSE: BEV, OTCQB: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 owns the exclusive rights to a pristine spring water aquifer, access to a world-class 40,000-square-foot, HACCP certified manufacturing facility, with a current bottling capacity of up to 210M bottles per annum. BevCanna also recently acquired US natural health and wellness e-commerce platform Pure Therapy. BevCanna's vision is to be a global leader in infused innovations.

On behalf of the Board of Directors:

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

For media enquiries or interviews, please contact:

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