

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

BevCanna Enterprises Inc. (the “**Company**”)
PO Box 34061 Vancouver D CSC
Vancouver, British Columbia V6J 4M1

Item 2 Date of Material Change

February 12, 2021.

Item 3 News Release

The news release dated February 12, 2021 was disseminated via Cision.

Item 4 Summary of Material Change

The Company announced that, it has added glass manufacturing capabilities to its industry leading high-capacity beverage facility, creating the only full service manufacturing facility with the ability to produce PET, aluminum, and glass form factors, available in multiple sizes and custom shapes.

The Company also announced the entry into various investor relations agreements.

Item 5 Full Description of Material Change.

5.1 Full Description of Material Change

The Company announced that, it has added glass manufacturing capabilities to its industry leading high-capacity beverage facility, creating the only full service manufacturing facility with the ability to produce PET, aluminum, and glass form factors, available in multiple sizes and custom shapes.

The Company also announced that is has entered into the following agreements:

- a marketing and investor relations agreement (the “**Winning Agreement**”) dated February 5, 2021 with Winning Media LLC (“**Winning**”) pursuant to which Winning has agreed to provide certain corporate branding, marketing, online corporate communications and investor relations services to the Company for a term of three months for total cash consideration of US\$150,000, which was paid upon entry into the Winning Agreement. The Company and Winning maintain an arm’s length relationship, and Winning does not have any interest, directly or indirectly, in the securities of the Company;
- a marketing and investor relations agreement (the “**Capital Agreement**”) dated February 11, 2021 with XF Capital Holdings Corp. (“**Capital**”) pursuant to which Capital has agreed to provide certain corporate branding, marketing, online corporate communications and investor relations services to the Company for a term of two months for total cash

consideration of US\$40,000, which was paid upon entry into the Capital Agreement. The Company and Capital maintain an arm's length relationship, and Capital does not have any interest, directly or indirectly, in the securities of the Company;

- a marketing and investor relations agreement (the "**EMC Agreement**") dated February 12, 2021 with Emerging Markets Consulting, LLC ("**EMC**") pursuant to which EMC has agreed to provide certain corporate branding, marketing, online corporate communications and investor relations services to the Company for a term of two months for total cash consideration of US\$350,000, which was paid upon entry into the EMC Agreement. The Company and EMC maintain an arm's length relationship, and EMC does not have any interest, directly or indirectly, in the securities of the Company;
- a marketing and investor relations agreement (the "**Hybrid Agreement**") dated February 12, 2021 with Hybrid Financial Ltd. ("**Hybrid**") pursuant to which Hybrid has agreed to provide certain corporate branding, marketing, online corporate communications and investor relations services to the Company for a term of six months for total cash consideration of \$60,000, which will be paid monthly to Hybrid. The Company and Hybrid maintain an arm's length relationship; and
- a marketing and investor relations agreement (the "**TDR Agreement**") dated February 12, 2021 with The Dales Report Inc. ("**TDR**") pursuant to which TDR has agreed to provide certain corporate branding, marketing, online corporate communications and investor relations services to the Company for a term of six months for total cash consideration of \$60,000, which will be paid monthly to TDR. The Company and TDR maintain an arm's length relationship and TDR does not have any interest, directly or indirectly, in the securities of the Company.

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

February 24, 2021.

BevCanna Announces Addition of Glass Manufacturing Capabilities

Addition of Glass Manufacturing Capabilities Positions the Company to be Full Service Beverage Manufacturing Partner of Choice

VANCOUVER, BC, February 12, 2021. Emerging leader in health and wellness beverages and products, BevCanna Enterprises Inc. (CSE:BEV, O:BVNNF, FSE:7BC) ("**BevCanna**" or the "**Company**") is pleased to announce that it has added glass manufacturing capabilities to its industry leading high-capacity beverage facility, creating the only full service manufacturing facility with the ability to produce PET, aluminum, and glass form factors, available in multiple sizes and custom shapes.

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

- a marketing and investor relations agreement (the "Winning Agreement") dated February 5, 2021 with Winning Media LLC ("Winning") pursuant to which Winning has agreed to provide certain corporate branding, marketing, online corporate communications and investor relations services to the Company for a term of three months for total cash consideration of US\$150,000, which was paid upon entry into the Winning Agreement. The Company and Winning maintain an arm's length relationship, and Winning does not have any interest, directly or indirectly, in the securities of the Company;
- a marketing and investor relations agreement (the "Capital Agreement") dated February 11, 2021 with XF Capital Holdings Corp. ("Capital") pursuant to which Capital has agreed to provide certain corporate branding, marketing, online corporate communications and investor relations services to the Company for a term of two months for total cash consideration of US\$40,000, which was paid upon entry into the Capital Agreement. The Company and Capital maintain an arm's length relationship, and Capital does not have any interest, directly or indirectly, in the securities of the Company;
- a marketing and investor relations agreement (the "EMC Agreement") dated February 12, 2021 with Emerging Markets Consulting, LLC ("EMC") pursuant to which EMC has agreed to provide certain corporate branding, marketing, online corporate communications and investor relations services to the Company for a term of two months for total cash consideration of US\$350,000, which was paid upon entry into the EMC Agreement. The Company and EMC maintain an arm's length relationship, and EMC does not have any interest, directly or indirectly, in the securities of the Company;
- a marketing and investor relations agreement (the "Hybrid Agreement") dated February 12, 2021 with Hybrid Financial Ltd. ("Hybrid") pursuant to which Hybrid has agreed to provide certain corporate branding, marketing, online corporate communications and investor relations services to the Company for a term of six months for total cash consideration of \$60,000, which will be paid monthly to Hybrid. The Company and Hybrid maintain an arm's length relationship; and
- a marketing and investor relations agreement (the "TDR Agreement") dated February 12, 2021 with The Dales Report Inc. ("TDR") pursuant to which TDR has agreed to provide certain corporate branding, marketing, online corporate communications and investor relations services to the Company for a term of six months for total cash consideration of \$60,000, which

will be paid monthly to TDR. The Company and TDR maintain an arm's length relationship and TDR does not have any interest, directly or indirectly, in the securities of the Company.

About BevCanna Enterprises Inc.

BevCanna Enterprises Inc. (CSE:BEV, O: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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