

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

BevCanna Enterprises Inc. (the "**Company**")
PO Box 34061 Vancouver D CSC
Vancouver, BC, V6J 4M1

Item 2 Date of Material Change

March 30, 2021.

Item 3 News Release

The news release dated March 30, 2021 was disseminated via Cision.

Item 4 Summary of Material Change

The Company announced that it has entered into a definitive agreement to co-manufacture CBD and THC-infused beverages for rising British Columbian beverage brand State B Cannabis Beverage Co. ("**State B**").

Item 5 Full Description of Material Change

5.1 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.

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

March 30, 2021.

BevCanna Signs White-Label Agreement with State B Beverages

First committed revenue derived from Canadian cannabis beverage operations represents a key milestone for the health and wellness products company

VANCOUVER, British Columbia--(BUSINESS WIRE)--March 30, 2021--Diversified health and wellness, beverage and natural products company, BevCanna Enterprises Inc. (CSE:BEV, Q:BVNNF, FSE:7BC) ("**BevCanna**" or the "**Company**") announced today that it has entered into a definitive agreement to co-manufacture CBD and THC-infused beverages for rising British Columbian beverage brand **State B Cannabis Beverage Co.** ("State B").

BevCanna has developed a partnership model that allows both cannabis-license holders and non-licensed CPG groups seeking to enter the Canadian cannabis market a pathway to do so. Under the agreement, BevCanna will leverage its extensive experience in producing beverages at scale to produce high-quality cannabis beverages, and will utilize its recently announced Canadian Sales License partnership, to distribute the products nationally. State B will leverage its expertise in product development and brand strategy to design, brand and market the products. The white-label agreement will be subject to MOQs (minimum order quantities).

Launched by award winning B.C. master mixologist, sommelier and entrepreneur Kelly Ann Woods. Ms. Woods is the founder of Brujera Elixirs, a house of brands which currently includes Boozewitch (sober-curious mixers) and State B Cannabis Beverage Co. Ms. Woods has founded multiple companies in the CBD, cannabis, alcohol and non-alcohol beverage industry, and was awarded the 2019 RBC Canadian Woman Entrepreneur of the Year Award & BC Business Woman of the Year Award.

"We're looking forward to working with State B, as their beverage manufacturing partner," said Melise Panetta, President of BevCanna. "We're able to provide a full-service solution, including expertise in beverage manufacturing at scale and a licensed manufacturing and distribution vertical. We're also excited to share that this agreement represents BevCanna's first committed revenue derived from our Canadian cannabis-infused beverage operations - a key milestone for the Company."

"BevCanna's impressive experience manufacturing beverages is a much-welcomed addition to our team. They are what we have been looking for in a partner," said Kelly Ann Woods, CEO of Brujera. "Their success in developing appealing beverages and consumer products gives us the ability to scale our operations and deliver a new kind of beverage experience to our customers."

About BevCanna Enterprises Inc.

BevCanna Enterprises Inc. (CSE:BEV, Q:BVNNF, FSE:7BC) is a diversified health & wellness beverage and natural products company. BevCanna develops and manufactures a range of plant-based and cannabinoid beverages and supplements for both in-house brands and white-label clients.

With decades of experience creating, manufacturing and distributing iconic brands that resonate with consumers on a global scale, the team demonstrates an expertise unmatched in the nutraceutical and cannabis-infused beverage categories. Based in British Columbia, Canada, BevCanna owns a pristine alkaline spring water aquifer and a world-class 40,000-square-foot, HACCP certified manufacturing facility, with a bottling capacity of up to 210M bottles annually. BevCanna's extensive distribution network includes more than 3,000 points of retail distribution through its market-leading TRACE brand, its Pure Therapy natural health and wellness e-commerce platform, its fully licensed Canadian cannabis manufacturing and distribution network, and a partnership with #1 U.S. cannabis beverage company Keef Brands.

About Brujera Elixirs Inc.

Brujera Elixirs Inc. is an award-winning house of beverage brands that prioritizes philanthropy - proudly contributing a percentage of profits to Raven Trust Indigenous Legal Defence Fund. Brujera is a ceiling-smashing umbrella corporation comprised of three brands - with another in development. It is led by master formulator, mixologist, sommelier and award-winning businesswoman Kelly Ann Woods. Brujera initially introduced Boozewitch, a line of sober-curious mixers for cocktails and mocktails, and soon followed up with State B Essence Elixirs, a sophisticated fusion of cannabinoids, healing herbs, and FES flower essences.

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 statements. All statements, other than statements of historical fact that address activities, events or developments that the Company believes, expects or anticipates will or may occur in the future are forward-looking statements. Forward-looking statements in this news release include statements regarding: the agreement with State B and its terms and anticipated benefits and that the Company will derive revenues from the relationship; consumer preferences for cannabis products like beverages; and other statements regarding the business plans of the Company. The forward-looking statements reflect management's current expectations based on information currently available and are subject to a number of risks and uncertainties that may cause outcomes to differ materially from those discussed in the forward-looking statements.

Although the Company believes that the assumptions inherent in the forward-looking statements are reasonable, forward-looking statements are not guarantees of future performance and, accordingly, undue reliance should not be put on such statements due to their inherent uncertainty. Factors that could cause actual results or events to differ materially from current expectations include, among other things: general market conditions; changes to consumer preferences; and volatility of commodity prices; and other factors beyond the control of the parties. The Company expressly 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 applicable law.

Contacts

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