

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

BevCanna Enterprises Inc. (the “**Company**”)
PO Box 33957 Vancouver D CSC
Vancouver, BC, V6J 4L7

Item 2 Date of Material Change

May 19, 2021.

Item 3 News Release

The news release dated May 19, 2021 was disseminated via Cision.

Item 4 Summary of Material Change

The Company announced that it signed a cannabis supply agreement with ABcann Medicinals Inc. (“ABcann”), a wholly-owned subsidiary of VIVO Cannabis Inc., (TSX:VIVO), to infuse Vertosa cannabis emulsions into select Company in-house and white-label products, including the Keef Brands line that the Company will launch in Canada this summer.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announced that it signed a cannabis supply agreement with ABcann, a wholly-owned subsidiary of VIVO Cannabis Inc., (TSX:VIVO), to infuse Vertosa cannabis emulsions into select Company in-house and white-label products, including the Keef Brands line that the Company will launch in Canada this summer.

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

May 21, 2021.

BevCanna Signs Agreement to Infuse Vertosa's Emulsions into Its Cannabis Beverages

Agreement with ABcann Medicinals will use Vertosa's emulsions to enhance taste and accelerate onset times of BevCanna's cannabis-infused beverages

VANCOUVER, BC, May 19, 2021. Emerging leader in innovative health and wellness beverages and products, [BevCanna Enterprises Inc. \(CSE:BEV, Q:BVNNE, FSE:7BC\)](#) ("BevCanna" or the "Company") announced today that it signed a cannabis supply agreement with ABcann Medicinals Inc. ("ABcann"), a wholly-owned subsidiary of VIVO Cannabis Inc. ([TSX:VIVO](#)), to infuse Vertosa cannabis emulsions into select BevCanna in-house and white-label products, including the Keef Brands line that BevCanna will launch in Canada this summer.

BevCanna will infuse Vertosa emulsions, the #1 cannabis emulsion in the U.S., into its Canadian cannabis beverages. Vertosa's emulsions are proven to accelerate onset time to an average of eight minutes, prolong shelf-life, increase bioavailability and improve the taste profile of the Company's cannabis-infused products. Vertosa's pre-suspended, water-compatible solutions are incredibly homogenous and stable products that are customized and generated onsite at ABcann. The agreement with ABcann provides BevCanna with access to the emulsions for its portfolio of products.

"This emulsion technology will be game-changing in its ability to accelerate onset time and enhance the sensory experience of our cannabis-infused beverages, among other benefits," said Melise Panetta, President of BevCanna. "We're working closely with the Vertosa and ABcann teams to create a range of best-in-class beverages that we're very excited to launch across Canada this summer."

About BevCanna Enterprises Inc.

[BevCanna Enterprises Inc. \(CSE:BEV, Q:BVNNE, FSE:7BC\)](#) 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 Vertosa

Vertosa creates industry-leading active ingredients for infused product makers. Its patent pending nano- and micro-emulsions are carefully designed for the specific needs of each customer, with pre-suspended aqueous solutions that create incredibly homogeneous and stable products while maximizing bioavailability, clarity, and taste. Vertosa works closely with its lab partners and clients of all sizes throughout the manufacturing process to achieve target potency and accelerate products to market. Learn more about Vertosa at [vertosa.com](#), and connect on Facebook, Instagram, Twitter and LinkedIn.

On behalf of the Board of Directors:

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

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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 ABCann and its terms and anticipated benefits; that Keef Brands line that BevCanna will launch in Canada this summer including the Keef Brands line that BevCanna will launch in Canada this summer; 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 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, and the Company does not assume any liability for disclosure relating to any other company mentioned herein.