

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

BevCanna Enterprises Inc. (the “**Company**”)
1108 West 8th Ave.
Vancouver, BC V6H 4C8

Item 2 Date of Material Change

August 14, 2024.

Item 3 News Release

The news release dated August 14, 2024 was disseminated via Stockwatch and BayStreet.

Item 4 Summary of Material Change

The Company announced it has closed the second tranche of its previously announced non-brokered private placement for common shares of the Company (each, a “**Common Share**”) at a price of \$0.60 per Common Share for aggregate gross proceeds of \$100,000 for a total of 166,666 Common Shares (the “**Offering**”). The remainder of the Offering may close in one or more additional tranches.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announced it has closed the second tranche of its previously announced Offering for Common Shares of the Company at a price of \$0.60 per Common Share for aggregate gross proceeds of \$100,000 for a total of 166,666 Common Shares. The remainder of the Offering may close in one or more additional tranches.

The Company intends to use approximately \$20,000 of the proceeds raised from the Private Placement for general working capital purposes, and approximately \$80,000 for outstanding payables.

No finder’s fees were payable in connection with the Offering. All Common Shares issued in connection with the Offering are subject to a restricted period of four months and one day.

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

August 20, 2024.