

**Notice of Change in Corporate Structure  
Pursuant to Section 4.9 of National Instrument 51-102  
Continuous Disclosure Obligations**

**Item 1. Names of the Parties to the Transaction**

Culmina Ventures Corp. (“**Culmina**”), Duckhorn Ventures Ltd. (“**Duckhorn**”), Larose Ventures Ltd. (“**Larose**”), and ECC Diversified Inc. (“**ECC**”) (collectively, the “**Parties**”, and each, a “**Party**”).

**Item 2. Description of the Transaction**

On May 29, 2019, ECC completed its previously announced plan of arrangement (the “**Arrangement**”) involving the spinout of Culmina, Duckhorn, and Larose to separate unlisted reporting issuers.

The Arrangement was approved by the shareholders of ECC at an annual general and special meeting held on May 17, 2019 and the Supreme Court of British Columbia issued its final order approving the Arrangement on May 28, 2019.

Pursuant to the terms of the Arrangement, ECC distributed to each shareholder of ECC, as of April 17, 2019, one common share in the capital of each of Culmina, Duckhorn, and Larose for every common share in the capital of ECC held.

**Item 3. Effective date of the Transaction**

May 29, 2019

**Item 4. Names of Each party that Ceased to Be a Reporting Issuer Subsequent to the transaction and of each Continuing Entity**

Not applicable

**Item 5. Date of the Reporting Issuer’s First Financial Year-End subsequent to the Arrangement**

Culmina, Duckhorn, and Larose’s first financial year-end is December 31, 2019.

**Item 6. The periods, including the comparative periods, if any, of the interim financial reports and the annual financial statements required to be filed for the reporting issuer’s first financial year after the Arrangement.**

- Interim financial statements for the three month period from inception on March 25, 2019 to March 31, 2019.
- Interim financial statements for the six month period ended June 30, 2019.
- Interim financial statements for the nine month period ended September 30, 2019
- Audited annual financial statements for the financial year ended December 31, 2019.
- Interim financials for the three month period ended March 31, 2020 compared against the period from inception on March 25, 2019 to March 31, 2019.

**Item 7. Documents filed under NI 51-102 that describe the transaction and where they can be found in electronic format**

Further details of the Arrangement are described in ECC's management information circular (the "**Circular**") dated April 16, 2019 in connection with the annual general and special meeting of ECC shareholders held on May 17, 2019 to approve the Arrangement. A copy of the Circular is available under ECC's profile on SEDAR ([www.sedar.com](http://www.sedar.com)).

**Dated:** May 30, 2019