

**Form 51-102F3**  
**Material Change Report**

**1. Name and Address of Company**

**Alchemist Mining Incorporated**  
1574-885 West Georgia Street  
Vancouver, BC, V6C 3E8

(the "Company")

**2. Dates of Material Change(s)**

August 7, 2019

**3. News Release(s)**

News release was issued on August 9, 2019 and disseminated via Access Wire pursuant to section 7.1 of National Instrument 51-102.

**4. Summaries of Material Changes**

The Company reprices 6,751,000 common share purchase warrants originally issued on September 7, 2017. The exercise price of the Warrants will be reduced from \$0.075 to \$0.055.

The Company appoints Zeta Ceti to the Board of Directors. Paul Mann has assumed the role of President. Peter Born has resigned from the Board of Directors and David Gdanksi will no longer serve as President.

**5. Full Description of Material Changes**

News Release dated August 9, 2019 – See Schedule "A"

**6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

Not applicable.

**7. Omitted Information**

No information has been omitted.

**8. Executive Officer**

Mr. Paul Mann, President & CEO of the Company, is knowledgeable about the material change contained herein and may be reached at (604) 601-2093.

**9. Date of Report**

This report is dated August 9, 2019.

SCHEDULE "A"  
to the Material Change Report dated August 9, 2019

## Alchemist Announces Appointment of Globally Recognized Cannabis Industry Leader Zeta Ceti to its Board of Directors, Warrant Repricing and Changes to its Board and Management

August 09, 2019

Vancouver, British Columbia – Alchemist Mining Inc. (CSE: AMS) ("AMS" or the "Company") is pleased to announce the appointment of cannabis industry leader and advocate Zeta Ceti to its Board of Directors.

"A globally recognized cannabis consultant and advocate, Zeta Ceti has more than 25 years of experience within multiple industry segments. Founder and CEO of Green Rush Consulting, an international cannabis consulting firm, Mr. Ceti and his team have the enviable successful track record of having won more than 100 cannabis licenses across the United States of America. Mr. Ceti has consulted with and assisted some of the most successful cannabis companies in Europe, Canada, Colombia, and Australia and is today considered to be amongst the top cannabis advisors in the world.

### **WARRANTS REPRICING**

The Company also announces the repricing (the "**Repricing**") of 6,751,000 common share purchase warrants (the "**Warrants**"), originally issued by way of private placement on September 7, 2017, having an expiry date of September 7, 2019. Pursuant to the Repricing, the exercise price of the Warrants will be reduced from \$0.075 to \$0.055. The Company will not be sending out new warrant certificates unless requested by the relevant holders.

### **OTHER MANAGEMENT AND BOARD OF DIRECTORS CHANGES**

The Company also announces that Paul Mann, CEO of the Company, has assumed the role as President.

Peter Born has resigned from the Board of Directors and David Gdanksi will no longer serve as President but shall remain on the Board. The Company thanks Mr. Born for his contributions to the Company and wishes him all the best in his future endeavours.

On Behalf of the Board,

Paul Mann, President & CEO  
Alchemist Mining Inc.

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For further information on this release, please contact:

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