

**FORM 51-102F3  
MATERIAL CHANGE REPORT  
UNDER NATIONAL INSTRUMENT 51-102**

**Item 1. Name and Address of Company**

Citation Growth Corp. (“CGRO” or the “Company”)  
102, 1561 Sutherland Ave.  
Kelowna, BC V1Y 5Y7

**Item 2. Date of Material Change**

May 21, 2020

**Item 3. News Release**

The news release attached hereto as Schedule “A” was disseminated on May 21, 2020 by Newsfile.

**Item 4. Summary of Material Change**

The Company announces operational update of award winning dispensary, Green Leaf Wellness.

**Item 5. Full Description of Material Change**

**5.1 Full Description of Material Change**

See news release attached hereto as “Schedule A”.

**5.2 Disclosure for Restructuring Transactions**

Not applicable.

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

Not applicable.

**Item 7. Omitted Information**

Not applicable.

**Item 8. Executive Officer**

Erik Anderson, President & CEO  
Citation Growth Corp.

**Item 9. Date of Report**

May 21, 2020

## **Citation Growth Announces Operational Update of Award Winning Dispensary, Green Leaf Wellness**

**Calgary, AB, May 21, 2020** - Citation Growth Corp (the “company” or “CGRO”) (CSE:CGRO) (OTCQX:CGOTF), a licensed cannabis cultivation and processing multi-state operator with six brands targeting both the medical and recreational market, is pleased to provide an operational update of Green Leaf Wellness ( the “retail location” or GLW) based in the Coachella Valley, Desert Hot Springs, California.

The company is proud to celebrate its loyal customers amidst the COVID-19 pandemic with adapting to unprecedented times and choosing our award winning dispensary, Green Leaf Wellness, as their location to purchase cannabis. GLW has added numerous operating procedures to ensure customer and staff safety while providing the essential service to all patrons; not only do customers get to experience the unique smell of our top-shelf cannabis products, but it is now augmented with the assuring scent of a clean and safe operation. With these procedures and customer loyalty, GLW has seen an increase in foot traffic resulting in an average daily sales increase of 25% since March 2020. The location also celebrated April 20, 2020 with a 150% boost in sales and, due to the positive outcome, all sales and promotions were extended for the entire week seeing a 100% increase in average daily sales.

GLW aims to build on these accomplishments by finalizing growth projects over the coming months. The retail location will undergo a revitalization of the brand with a new logo, proudly displayed on a new website and complimented by upgraded packaging and product literature adorning the entire store footprint. This initiative will increase the online presence for GLW and be supported by social media campaigns targeted across the Coachella Valley. The rebranding will also bring a new and energized look to the storefront itself to differentiate itself from other retailers. In tandem with the rebrand, GLW has created local partnerships with local event organizers and local spas that offer services relating to cannabis. These partnerships will help grow the delivery services for GLW and allow for larger market penetration in Desert Hot Springs and surrounding areas.

Ongoing efforts continue in the area of community outreach programs. GLW began work with different outreach programs in the community in 2019 and started accepting clothing and food donations from customers to support this initiative. These programs have not only brought new customers into the retail shop but have made a significant social impact throughout the community. GLW continues to promote and work with groups that help those less fortunate and give back to the community while being a progressive advocate in the cannabis industry.

### **About Citation Growth Corp.**

Citation Growth Corp. (CSE:CGRO) (OTCQX:CGOTF) is a publicly traded company that has been investing in the development of medical and recreational cannabis products since 2014. Citation has expanded its operating portfolio to include cultivation, production and retail offerings in our key North American legal jurisdictions Nevada, California, Washington and British Columbia. For more information, please visit [www.citationgrowth.com](http://www.citationgrowth.com).

### **For Further Information:**

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### **Cannabis Industry Involvement:**

The Company owns marijuana licenses in California and Nevada. Marijuana is legal in each state; however, marijuana remains illegal under United States federal law and the approach to enforcement of U.S. federal law against marijuana is subject to change. Shareholders and investors need to be aware that federal

enforcement actions could adversely affect their investments and that the Company's ability to support continuing U.S.-based operations and its access private and public capital could be materially adversely affected.

**Forward-Looking Statements:**

This news release contains forward-looking statements or information that relate to our current expectations and views of future events. These statements relate to future events or future performance. Statements which are not purely historical are forward-looking statements and include any statements regarding beliefs, plans, outlook, expectations or intentions regarding the future including words or phrases such as "anticipate", "objective", "may", "will", "might", "should", "could", "can", "intend", "expect", "believe", "estimate", "predict", "potential", "plan", "is designed to", "project", "continue", or similar expressions suggest future outcomes or the negative thereof or similar variations. Forward-looking statements may also include, among other things, statements about the future business strategy; expectations of obtaining licenses and permits; expectations regarding expenses, sales and operations; future customer concentration; anticipated cash needs and estimates regarding capital requirements and the need for additional financing; total processing capacity; the ability to anticipate the future needs of customers; plans for future products and enhancements of existing products; future growth strategy and growth rate; future intellectual property; changes in laws and regulations; regulatory approvals and other matters; and anticipated trends and challenges in the markets in which the Company may operate.