

**51-102F3**  
**MATERIAL CHANGE REPORT**

**Item 1 Name and Address of Company**

BevCanna Enterprises Inc. (the “Company”)  
200 – 1672 West 2nd Avenue  
Vancouver, BC, V6J 1H

**Item 2 Date of Material Change**

January 24, 2020

**Item 3 News Release**

The news release dated January 24, 2020 was disseminated via Baystreet and Stockwatch.

**Item 4 Summary of Material Change**

The Company announced that it has granted an aggregate of 100,000 stock options to purchase up to 100,000 common shares of the Company to a consultant of the Company.

The Company also announced today that its board of directors has appointed John Campbell as Chief Financial Officer and Corporate Secretary of the Company, effective January 24, 2020.

**Item 5 Full Description of Material Change**

**5.1 Full Description of Material Change**

The Company announced that it has granted an aggregate of 100,000 stock options to purchase up to 100,000 common shares of the Company to a consultant of the Company. All 100,000 options granted vest immediately upon the grant and are exercisable for a period of 3 years from the date of grant at a price of \$0.50 per common share.

The options and the common shares issuable upon the exercise of the options held by the optionee are subject to a hold period of four months from the date of grant of the stock options.

The Company also announced today that its board of directors has appointed John Campbell as Chief Financial Officer and Corporate Secretary of the Company, effective January 24, 2020. The appointment of Mr. Campbell filled the vacancy created by the prior resignation of Oleg Scherbina as the Chief Financial Officer and Corporate Secretary on January 24, 2020, for personal reasons. The Company wishes to thank Mr. Scherbina for his contribution to the Company.

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**

Marcello Leone, Chief Executive Officer  
Telephone: 1-604-569-1414

**Item 9 Date of Report**

January 24, 2020

## Press Release

### BevCanna Announces Grant of Stock Options

*BevCanna grants 100,000 stock options*

VANCOUVER, BC, January 24, 2020, BevCanna Enterprises Inc. (CSE:BEV, Q:BVNNF) ("BevCanna" or the "Company") announced today that it has granted an aggregate of 100,000 stock options to purchase up to 100,000 common shares of the Company to a consultant of the Company. All 100,000 options granted vest immediately upon the grant and are exercisable for a period of 3 years from the date of grant at a price of \$0.50 per common share.

The options and the common shares issuable upon the exercise of the options held by the optionee are subject to a hold period of four months from the date of grant of the stock options.

The Company also announced today that its board of directors has appointed John Campbell as Chief Financial Officer and Corporate Secretary of the Company, effective January 24, 2020. The appointment of Mr. Campbell filled the vacancy created by the prior resignation of Oleg Scherbina as the Chief Financial Officer and Corporate Secretary on January 24, 2020, for personal reasons. The Company wishes to thank Mr. Scherbina for his contribution to the Company.

Mr. Campbell has been with the Company since November 2018, serving as Chief Strategy Officer and since December 2018 as a director.

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#### **About BevCanna Enterprises Inc.**

[BevCanna Enterprises Inc.](#) (CSE:BEV) develops and manufactures cannabinoid-infused beverages and consumer products for in-house brands and white label clients. With decades of experience creating, branding and distributing iconic brands that have resonated with consumers on a global scale, the team demonstrates an expertise unmatched in the emerging cannabis beverage category. Based in British Columbia, Canada, BevCanna has a 292-acre outdoor cultivation site in the fertile Okanagan Valley and the exclusive rights to a pristine spring water aquifer, as well as a world-class 40,000-square-foot, HACCP certified manufacturing facility, with a current bottling capacity of up to 210M bottles per annum.

On behalf of the Board of Directors

*"John Campbell"*

Director, BevCanna Enterprises Inc.

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