

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

BevCanna Enterprises Inc. (the “**Company**”)
PO Box 33957 Vancouver D CSC
Vancouver, BC, V6J 4L7

Item 2 Date of Material Change

June 2, 2021.

Item 3 News Release

The news release dated June 2, 2021 was disseminated via Cision.

Item 4 Summary of Material Change

The Company announced that its wholly owned subsidiary Naturo Group has finalized an agreement with leading Eastern Canadian wholesaler distributor Koyo Foods Inc. (“**Koyo Foods**”).

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announced that its wholly owned subsidiary Naturo Group has finalized an agreement with leading Eastern Canadian wholesaler distributor Koyo Foods Inc. (“**Koyo Foods**”). The contract will see Koyo Foods distribute Naturo Group’s TRACE line of products to retailers in Ontario and Quebec. Koyo Foods has also confirmed that it has received initial orders for the TRACE products from a number of retailers.

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

John Campbell, Chief Financial Officer
Telephone: 1-604-569-1414

Item 9 Date of Report

June 2, 2021.

BevCanna's Naturo Group Signs Distribution Agreement with Leading Eastern Canadian Distributor Koyo Foods

Leading distributor of health food products has already received initial orders for TRACE products from retailers in Ontario and Quebec

VANCOUVER, BC, June 2, 2021. Emerging leader in innovative health and wellness beverages and products, [BevCanna Enterprises Inc. \(CSE:BEV, Q:BVNNE, FSE:7BC\)](#) (“**BevCanna**” or the “**Company**”) is pleased to announce that its wholly owned subsidiary Naturo Group has finalized an agreement with leading Eastern Canadian wholesaler distributor Koyo Foods Inc. (“Koyo Foods”). The contract will see Koyo Foods distribute Naturo Group’s [TRACE](#) line of products to retailers in Ontario and Quebec. Koyo Foods has also confirmed that it has received initial orders for the TRACE products from a number of retailers.

Koyo Foods is one of the largest health food distributors in Eastern Canada, with specialty in Quebec, and a portfolio of over 2,000 products. In addition to constantly expanding its distribution network, Koyo Foods is also well known for its reputable brand portfolio, including Earths Own, Thirsty Buddha, Bob’s Red Mill, Bragg, Gusta Artisanal Vegan, and Gardein.

“We’re excited to work with Koyo Foods, a leader in the Eastern Canada market,” said Melise Panetta, President of BevCanna. “The breadth of their network and experience in working with health and wellness focused brands will prove invaluable to our Canadian expansion strategies. We’re also very pleased that Koyo Foods has already confirmed initial orders for TRACE products, thereby enlarging our footprint across Eastern Canada.”

About BevCanna Enterprises Inc.

[BevCanna Enterprises Inc. \(CSE:BEV, Q:BVNNE, FSE:7BC\)](#) is a diversified health & wellness beverage and natural products company. BevCanna develops and manufactures a range of alkaline, plant-based, and cannabinoid beverages and supplements for both in-house brands and white-label clients.

With decades of experience creating, manufacturing and distributing iconic brands that resonate with consumers on a global scale, the team demonstrates an expertise unmatched in the nutraceutical and cannabis-infused beverage categories. Based in British Columbia, Canada, BevCanna owns a pristine alkaline spring water aquifer and a world-class 40,000-square-foot, HACCP certified manufacturing facility, with a bottling capacity of up to 210M bottles annually. BevCanna’s extensive distribution network includes more than 3,000 points of retail distribution through its market-leading [TRACE](#) brand, its [Pure Therapy](#) natural health and wellness e-commerce platform, its fully licensed Canadian cannabis manufacturing and distribution network, and a partnership with #1 U.S. cannabis beverage company [Keef Brands](#).

On behalf of the Board of Directors:

John Campbell, Chief Financial Officer and Chief Strategy Officer
Director, BevCanna Enterprises Inc.

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Disclaimer for Forward-Looking Information

This news release contains forward-looking statements. All statements, other than statements of historical fact that address activities, events or developments that the Company believes, expects or anticipates will or may occur in the future are forward-looking statements. Forward-looking statements in this news release include statements regarding: the agreement with Koyo Foods and its terms and anticipated benefits; and other statements regarding the business plans of the Company. The forward-looking statements reflect management's current expectations based on information currently available and are subject to a number of risks and uncertainties that may cause outcomes to differ materially from those discussed in the forward-looking statements.

Although the Company believes that the assumptions inherent in the forward-looking statements are reasonable, forward-looking statements are not guarantees of future performance and, accordingly, undue reliance should not be put on such statements due to their inherent uncertainty. Factors that could cause actual results or events to differ materially from current expectations include, among other things: general market conditions; changes to consumer preferences; and volatility of commodity prices; and other factors beyond the control of the parties. The Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law, and the Company does not assume any liability for disclosure relating to any other company mentioned herein.