

FORM 51-102F3

Material Change Report

1. Name and Address of Company:

Chemistree Technology Inc.
P.O. Box 10322, Pacific Centre
Suite 810 – 609 Granville Street
Vancouver, BC V7Y 1G5

(the "Company")

2. Date of Material Change:

December 4, 2018

3. News Release:

A news release was disseminated on December 4, 2018 and was subsequently filed on SEDAR.

4. Summary of Material Change:

Chemistree Technology Inc. (Canadian Securities Exchange: CHM) (US OTCQB: CHMJF) (the "Company" or "Chemistree") is pleased to announce the following significant developments as provided by its licensee partner managing the cultivation, processing and delivery to points of sale of the Sugarleaf branded suite of products.

5. Full Description of Material Change:

Chemistree Technology Inc. (Canadian Securities Exchange: CHM) (US OTCQB: CHMJF) (the "Company" or "Chemistree") is pleased to announce the following significant developments as provided by its licensee partner managing the cultivation, processing and delivery to points of sale of the Sugarleaf branded suite of products.

Sugarleaf Product Development

Sugarleaf is pleased to now have 18 different strains of high-quality cannabis being grown in rotation, including 9 major strains in high production and 9 minor strains in smaller batch production. Traditionally a producer of high-quality cannabis flower products, Sugarleaf is now pleased to report that it is soon to launch its own line of cannabis oil-based products, to be dispensed in a special edition Sugarleaf branded Vapor Slide V2. The Vapor Slide V2 is a revolutionary distillate vaporizer that is the perfect hybrid between pen and dab. This is an exciting product as concentrates typically sell at a much higher price per gram than flower-based products and products similar to this account for approximately half of all cannabis sales in Washington State. This will be Sugarleaf's first product launch into the concentrates market and plans are already in place to expand the Sugarleaf brand into other products and devices before the end of Q1, 2019.

Sugarleaf Team Marketing Events

On November 28, Sugarleaf was pleased to host Joel from CustomGrow420, a hugely popular YouTube channel with over 1.6 million subscribers. Joel conducted an extensive video walkthrough of the revamped Sugarleaf operation, providing his subscribers with an in depth look at the various strains under cultivation and an interview with Chemistree Chairman, Justin Chorbajian. This video tour has now been released on YouTube and can be found here: <https://www.youtube.com/watch?v=7FOFp-7E2P0>

Sugarleaf and Chemistree were also co-sponsors of the High Times magazine party held during the MJBiz cannabis conference held November 14-16 in Las Vegas. This event was a huge success and provided significant exposure for both the Sugarleaf brand and Chemistree as a growing player in the US cannabis market.

The Sugarleaf team was recently host to writers from Dope Magazine, one of the largest global media publications in the cannabis industry. Sugarleaf team members proudly displayed the Sugarleaf facility and appeared in a 2-page article in Dope Magazine's October 2018 issue. The story "Sugarleaf Goes Green and Makes an Impact" is available at www.sugarleaf.com.

Through a series of targeted initiatives, Sugarleaf recently hosted a group of Bud Tenders from one of the largest retailers in Washington State to celebrate a brand-new event called "High In The Sky". Sugarleaf introduced its new brands to these important industry people while enjoying a tour of the newly revamped Sugarleaf facility as well as a helicopter ride over the scenic San Juan Islands. More "High In The Sky" events are planned for the near future to continue to expand the Sugarleaf brand.

Grow Facility Update

Chemistree is also pleased to report that the Sugarleaf facility has undergone significant infrastructure upgrades and design improvements, including the addition of an automated irrigation system allowing the Sugarleaf cannabis product to be grown more consistently, maintaining its high-quality standard while simultaneously reducing labour costs. Operational performance and improvements include introducing new nutrient feed programs by Green Planet Nutrients custom tailored to fit high yield plant growth, changing growing methods to allow for less labour and higher plant count which will generate larger yields, and the introduction of new genetics.

About Chemistree Technology Inc.

Chemistree Technology Inc. is an investment company dedicated to the U.S. and international cannabis sector, providing turn key solutions for the regulated cannabis industry. The Company's corporate strategy is to acquire and develop vertically integrated cannabis assets, leveraging management's decades of expertise in the cannabis industry and corporate finance to own and operate licensed cultivation, processing, distribution and retail facilities. The Company currently owns assets in Washington State used to operate the

Sugarleaf brand, prospective cannabis cultivation lands in California, a first investment in the Canadian cannabis sector through Pasha Brands and has a robust pipeline of assets to grow its base of business. For more information, visit www.chemistree.ca.

Advisory

The Company wishes to inform shareholders that there are significant legal restrictions and regulations that govern the cannabis industry in both Canada and the United States.

Cannabis-related Practices or Activities are Illegal Under U.S. Federal Laws

The concepts of “medical cannabis” and “recreational cannabis” do not exist under U.S. federal law. The Federal Controlled Substances Act classifies “marihuana” as a Schedule I drug. Under U.S. federal law, a Schedule I drug or substance has a high potential for abuse, no accepted medical use in the United States, and a lack of safety for the use of the drug under medical supervision. As such, cannabis related practices or activities, including without limitation, the manufacture, importation, possession, use or distribution of cannabis are illegal under U.S. federal law. Strict compliance with state laws with respect to cannabis will neither absolve the Company of liability under U.S. federal law, nor will it provide a defense to any federal proceeding which may be brought against the Company. Enforcement of U.S. federal laws will be a significant risk to the business of the Company following the completion of the acquisitions, and any such proceedings brought against the Company may adversely affect the Company’s operations and financial performance.

Further information regarding the legal status of cannabis related activities and associated risk factors, including, but not limited to, risk of enforcement actions, risks that third-party service providers, such as banking or financial institutions cease providing services to the Company, and the risk that Company may not be able to distribute profits, if any, from U.S. operations up to the Company, are included in the Form 2A listing statement filed with the CSE.

6. **Reliance on Subsection 7.1(2) of the National Instrument 51-102 *Continuous Disclosure Obligations*:**

Not applicable.

7. **Omitted Information:**

Not applicable.

8. **Executive Officer Knowledgeable of Material Change:**

Douglas Ford, CFO
Telephone: (604) 678-8941

9. **Date of Report:**

December 4, 2018

CHEMISTREE TECHNOLOGY INC.

By: “Douglas Ford”

Chief Financial Officer

(Official Capacity)

Douglas Ford

(Please print here name of individual whose signature appears above.)