

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

Item 1 **Name and Address of Company**

Crop Infrastructure Corp.
the "Company")
Suite 600 - 535 Howe Street
Vancouver, BC, Canada, V6C 2Z4

Item 2 **Date of Material Change**

June 12, 2018.

Item 3 **News Release**

The Company issued a news release relating to the material change described herein on June 12, 2018, through Newswire. A copy of the news release is attached as Schedule "A" hereto.

Item 4 **Summary of Material Change**

On June 12, 2018, the Company announced it has signed a definitive licensing agreement for US distribution rights and for the exclusive Italian rights to The Yield Growth Corp.'s proprietary cosmetic and therapeutic products that are formulated for infusion with cannabis.

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

Please see the attached Schedule "A".

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

Not applicable

Item 7: **Omitted Information**

None

Item 8 **Executive Officer**

For further information, please contact:
Michael Yorke
CEO
info@cropcorp.com
(604) 484-4206

Item 9 **Date of Report**

June 14, 2018

SCHEDULE "A"



CROP ANNOUNCES \$1 MILLION ACQUISITION of UNITED STATES DISTRIBUTION and ITALIAN TERRITORY RIGHTS to 50 CANNABIS WELLNESS PRODUCTS from THE YIELD GROWTH CORP.

June 12, 2018, VANCOUVER, BRITISH COLUMBIA - CROP Infrastructure Corp. (CSE: CROP) (OTCMKTS: CRXPF) ("CROP" or the "Company") is pleased to announce it has signed a definitive licensing agreement for US distribution rights and for the exclusive Italian rights to The Yield Growth Corp.'s proprietary cosmetic and therapeutic products that are formulated for infusion with cannabis.

The agreement grants CROP the license to infuse Yield Growth subsidiary Juve Wellness Inc.'s products with high CBD / low THC cannabis and exclusively distribute the products in Italy for three years, with annual renewals on achieving certain sales. Juve has agreed to customize branding and labelling of its products for CROP for the Italian market.

CROP is also acquiring the non-exclusive rights to distribute the line of hemp root oil based Juve products in the United States. Juve and CROP have agreed to negotiate exclusively for a period of 30 days for the possible exclusive rights to infuse the products with cannabis and distribute them in California and Washington.

Juve has developed a modern wellness line inspired by Ayurveda, an ancient and effective medical system that uses plant based ingredients for healing and wellness. Juve has registered 25 of its products with Health Canada and has submitted 10 provisional patent applications in the United States for its formulas and extraction process. Juve plans to launch its products for Canadian retail distribution in early 2019. The line includes over 50 cosmetic and therapeutic products based on proprietary completely organic formulations which have been designed to be infused with Cannabidiol (CBD) and Tetrahydrocannabinol (THC). The line includes face and body products customized according to specific body biology, including daily ritual oils, moisturizers, face mists, bath salts, soap and face masks. Therapeutic products include sunscreen, anti-aging serum, topical formulations for treatment of inflammation and chronic pain, sports spray, teas and capsules. Sexual lubricant, massage oils, lip balm, deodorant and sunscreen are also included in the CROP licensing package.

According to a study by Arcview Market Research and its research partner BDS Analytics, by 2027 worldwide sales of legal cannabis are forecast to reach \$57 billion. During that period, spending in North America is expected to leap from \$9.2 billion to \$47.3 billion driven mainly by recreational use. The fastest cannabis market growth is expected to come from outside North America, especially Europe where the main growth driver will be medical applications. Medical cannabis use will be fed by \$1.3 trillion estimated annual government-subsidized healthcare spending. The structure of the healthcare industry is expected to make Europe the number one medical cannabis market in the world.

“We are thrilled to be aligned with Crop Infrastructure Corp. to infuse with cannabis and distribute our extensive line of wellness products throughout Italy,” says Penny Green, President and CEO of Yield Growth, “Crop is at the forefront of the burgeoning Cannabis industry as it now seeks to move beyond the State of Washington and California with this deal as its entry into the European cannabis market.”

Michael Yorke CEO of Crop Infrastructure stated “This acquisition will be complimentary to our efforts of expanding our operations in to Europe. We also look forward to bringing this suite of new offerings to our tenant growers and their distribution in Washington, California and as we continue to expand in to other States.”

Under the terms of the agreement, Yield Growth will receive \$1 million for the Italian license and distribution rights through the issuance of 2,500,000 units of CROP at a deemed price of \$0.40 per unit. Each unit will consist of one common share of CROP and one half warrant to purchase one additional common share at an exercise price of \$0.55 per share for eighteen months. The shares will be subject to escrow provisions which will release the stock over a period of three years. In addition to the \$1 million unit issuance to Yield Growth, Crop intends to complete a private placement for \$200K worth of additional units to pay for marketing expenses.

About The Yield Growth Corp.

The Yield Growth Corp. is a wellness asset growth company cultivating high value companies, brands and assets centered around the legal cannabis industry and its key players. Yield Growth is committed to providing a highly personalized, informed and value-added customer experience within the wellness industry. Yield is a partially owned subsidiary of Glance Technologies Inc. (CSE: GET)(OTCQB: GLNNF)(FKT:GJT).

For more information about The Yield Growth Corp., visit yieldgrowth.com or contact info@yieldgrowth.com.

About CROP Infrastructure Corp.

CROP Infrastructure Corp. is engaged in the business of investing, constructing, owning and leasing greenhouse projects as part of the provision of turnkey real estate solutions for lease-to-licensed cannabis producers and processors offering best-in-class operations. CROP’s portfolio of projects includes greenhouse facilities in California and Washington State.

For more information about CROP Infrastructure Corp.

Michael Yorke - Director

E-mail: info@cropcorp.com

Phone: (604) 484-4206

Disclaimer for Forward-Looking Information

Certain statements in this press release are forward-looking statements and are prospective in nature. Forward-looking statements are not based on historical facts, but rather on current expectations and projections about future events, and are therefore subject to risks and uncertainties which could cause actual results to differ materially from the future results expressed or implied by the forward-looking statements. These statements generally can be identified by the use of forward-looking words such as “may”, “should”, “could”, “intend”, “estimate”, “plan”, “anticipate”, “expect”, “believe” or “continue”, or the negative thereof or similar variations. Forward-looking statements in this news release include statements regarding the purchase, development and leasing of projects, commencement of construction of additional greenhouses, estimated Tenant production of product, the pursuit of new opportunities and the expansion of CROP’s portfolio. Such statements are qualified in their entirety by the inherent risks and uncertainties surrounding the Company’s ability to execute on its business plan, raise additional funds as and when required, legal and political risks regarding the cannabis industry, including the changes of municipal, state, provincial and federal laws thereof, the risk that Humboldt may require further capital to execute on its expansion plans and other factors beyond the control of the Company. Such forward-looking statements should therefore be construed in light of such factors, and the Company is not under

any obligation, and expressly 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 applicable law.