

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Alternate Health Corp.
309 - 1485 West 6th Avenue
Vancouver, BC V6H 4G1

Item 2 Date of Material Change

August 31, 2018

Item 3 News Release

A news release was issued by Alternate Health Corp. on August 31, 2018.

Item 4 Summary of Material Change

ALTERNATE HEALTH ANNOUNCES PRIVATE PLACEMENT CLOSINGS

SAN ANTONIO, TX. August 31, 2018 – Alternate Health Corp. (“**Alternate Health**” or the “**Company**”) (CSE:AHG) (OTCQB:AHGIF), an international leader in software solutions for the medical cannabis industry, is pleased to announce the closing today of a previously announced US \$ 1,350,000 non-brokered private placement of unsecured convertible notes (“**Notes**”). The Notes have a three-year term and mature on August 31, 2021 and bear simple interest at a rate of 10% per annum. Interest is payable by the Company on a quarterly basis in arrears. The first interest payment will be September 30, 2018 and subsequent interest payment dates during the term will be December 31, March 31 and June 30 (or the first business day thereafter). At the Noteholders’ option, the Notes may be converted into common shares (the “**Shares**”) at a price of CDN \$0.59 per Share (the “**Conversion Price**”), subject to the policies of the Canadian Securities Exchange (the “**CSE**”). Included in the convertible note placement is a US\$775,000 subscription by Dr. Michael Murphy, Chairman and CEO the Company.

Private Placement of Common Shares

The Company is also pleased to announce that it has closed the initial tranche of a non-brokered private placement of 1,772,726 common shares at a price of CAD\$0.43 (USD\$0.33) per common share for aggregate gross proceeds of US\$585,000. The common shares are subject to a four month and one day hold period in accordance with Canadian securities laws.

Grant of Stock Options

The Company also announces the grant of 60,000 stock options to a recently appointed Company director with a term of 5 years at an exercise price of CDN \$0.74 per share being the closing price the day he joined the Board.

Item 5 Full Description of Material Change

See the news release attached as Schedule “A” hereto.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51 102

Not Applicable.

Item 7 Omitted Information

Not Applicable.

Item 8 Executive Officer

To obtain further information please contact Marcelin O'Neill at 604.569.4969.

Item 9 Date of Report

DATED at Vancouver, BC this 20th day of August 31, 2018.

 /s/ "Marcelin O'Neill"

Marcelin O'Neill
Chief Compliance Officer

Schedule 'A'



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“We are extremely pleased to have closed these private placements which will facilitate important expansion opportunities in our product distribution and CBD marketing businesses supported by our blockchain enabled payment software”, says Dr. Murphy, CEO of Alternate Health.

In addition to funding expansion opportunities in product distribution and CBD marketing, private placement proceeds will be used in Alternate Health’s CanaPass and Laboratory businesses and for general working capital purposes. The proposed issuance of Notes to a non-arms’ length party constitutes a related-party transaction under MI 61-101. Because the Company’s shares trade on the CSE, the issuance of securities is exempt from the formal valuation requirements of Section 5.4 of MI 61-101 pursuant to Subsection 5.5(b) of MI 61-101 and exempt from the minority approval requirements of Section 5.6 of MI 61-101.

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For more information about Alternate Health, visit www.alternatehealth.com.

About Alternate Health

Alternate Health Corp. (CSE: AHG, OTCQB: AHGIF) Alternate Health has established multiple arms-length operations within the medical cannabis industry, each of which drives consumers, data and strategic opportunities to the company’s other verticals. This sophisticated cross-integration of

the company's enterprises has positioned Alternate Health as one of the only cannabis companies that can deliver consistent revenue and intellectual property without growing, manufacturing or distributing the cannabis plant. Through its software solutions, data analytics, and patented delivery systems, Alternate Health's goal is to be the global authority on scientific and clinical support for cannabis in regulated markets. Alternate Health is well positioned to reinvest internal operating cash flow in its platform over the long term, creating an attractive investment profile for its shareholders.

Alternate Health resides in the cannabis sector along with companies like GW Pharmaceuticals, AXIM Biotechnologies Inc., Canopy Growth Corporation, and Aphria Inc. Alternate Health is differentiated from other cannabis companies by its focus on ancillary services for patients, healthcare professionals and regulatory providers rather than selling a commodity.

Investor Contact:

Jim Griffiths, Director

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Neither the CSE nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release. Statements included in this announcement, including statements concerning our plans, intentions and expectations, which are not historical in nature are intended to be, and are hereby identified as "forward-looking statements". Forward-looking statements may be identified by words including "anticipates", "believes", "intends", "estimates", "expects" and similar expressions. The Company cautions readers that forward-looking statements, including without limitation those relating to the Company's future operations, business prospects, financing plans and spin off plans, are subject to certain risks and uncertainties that could cause actual results to differ materially from those indicated in the forward-looking statements.