

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Isodiol International Inc. (the “**Company**”)
Suite 2710, 200 Granville Street
Vancouver, British Columbia
V6C 1S4

Item 2 Date of Material Change

November 1, 2017

Item 3 News Release

The news release attached hereto as Schedule “A” announcing the material change described herein was disseminated through the news dissemination services of GlobeNewswire on November 1, 2017.

Item 4 Summary of Material Change

The Company announced it had committed distribution licenses for its Pot-O-Coffee brands in the states of Oregon, Washington, Illinois and Colorado. The Company has entered an agreement with Nutritional High (EAT: CNX) to distribute the Company’s Pot-O-Coffee, Pot-O-Tea, and Pot-O-Coco product lines. In addition to this licensing agreement, the Company announced the 100% acquisition of the assets of Culinary Coffee Roasters, LLC. In consideration for the acquisition, the Company shall pay \$50,000 in cash over three months and \$450,000 in stock equity, subject to a maximum escrow period.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please see the news release attached as Schedule “A” for a full description of the material change.

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6 Reliance on Subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Eli Dusenbury, Chief Financial Officer
Telephone: (604) 409-4409

Item 9 Date of Report

September 12, 2018

SCHEDULE “A”



ISODIOL INTERNATIONAL INC. ANNOUNCES UPDATE ON COMMERCIALIZATION STRATEGY FOR POT-O-COFFEE BRAND, ACQUISITION OF CULINARY COFFEE

November 1, 2017 - Vancouver, BC – [Isodiol International Inc.](#) (CSE: [ISOL](#)) (OTC: [ISOLF](#)) (FSE: [LB6A.F](#)) (the “Company” or “Isodiol”), a global Bioactive Phytoceutical innovator specializing in the development of pharmaceutical and wellness products, is pleased to announce that it has committed distribution licenses for its Pot-O-Coffee brands in the states of Oregon, Washington, Illinois and Colorado.

The Company has entered an agreement with [Nutritional High](#) (EAT: [CNX](#)), to distribute the Company’s Pot-O-Coffee, Pot-O-Tea, and Pot-O-Coco product lines. The agreement will focus on specific markets in Colorado, Oregon, Washington and Illinois, in cooperation with Nutritional High’s partner companies. As a part of this agreement, Nutritional High will complete the final stage of manufacturing by infusing its cannabis into the product and will provide a royalty to Isodiol.

“This strategic alliance with Nutritional High will offer our customers greater access to Pot-O-Coffee products via a reputable manufacturer and distributor, said Marcos Agramont, CEO of Isodiol. With the recent transaction involving our Canadian licensing partner (see news release announced July 20, 2017) Canopy Growth Corporation and Constellation Brands, we feel the infused beverage industry will make significant strides in the near future.”

Jim Frazier, CEO of Nutritional High commented: "We are pleased to announce the joint commercialization strategy with Isodiol. We feel that an opportunity to work with a leading international player in the space that has a track record with developing and commercializing cannabis-based consumer products. This partnership will help us expand our product reach in North America and leverage the infrastructure that we have and continue to build."

In addition to the licensing agreement, Isodiol is also pleased to announce the 100% acquisition of the assets of Culinary Coffee Roasters, LLC, a leading roaster and purveyor of fine coffee, tea and blended formulations, based in Stuart, Florida. Culinary has been in the coffee beverage business for over fifteen



years. With the acquisition of this facility, the Company will be poised to launch specialty blends that will be roasted in their own facility and will be availed to mainstream retail outlets that are currently being served by Culinary. In consideration for the acquisition, Isodiol will pay \$50,000 in cash over three months and \$450,000 in stock equity, subject to a maximum escrow period.

"This move highlights Isodiol's focus on investing in high-growth markets and acting on consumer trends," said Agramont. "Culinary Coffee is one of the South Florida's fastest growing specialty coffee roasters and has been in the business for more than 15 years. With their industry expertise and passion for quality coffee, we will be able to further position ourselves in the recreational beverage market."

Further, Isodiol is launching its own line of handcrafted Ready to Drink (RTD) beverages in the 1st Quarter 2018. These products will include an RTD cold brew Pot-O-Coffee line as well as a cold brew Pot-O-Coffee line, all enriched with BioActive Phytoceuticals. Other offerings will include infused coffee and tea shots.

For more information on Isodiol, please visit www.isodiol.com

About Isodiol International Inc.

Isodiol International Inc. is the market leader in pharmaceutical grade phytochemical compounds and the industry leader in the manufacturing and development of phytoceutical consumer products.

Isodiol is the pioneer of many firsts for the cannabis industry including commercialization of 99%+ pure, bioactive pharmaceutical grade cannabinoids, micro-encapsulations, and nanotechnology for the highest quality consumable and topical skin care products.

Isodiol's growth strategy includes the development of over-the-counter and pharmaceutical drugs, expanding its phytoceutical portfolio and will aggressively continue international expansion into Latin America, Asia and Europe.

Join Us On Facebook: <https://www.facebook.com/isodiol/>

Twitter: [@isodiol](https://twitter.com/@isodiol)



About Nutritional High International Inc.

Nutritional High is focused on developing, manufacturing and distributing products and nationally recognized brands in the hemp and marijuana-infused products industries, including edibles and oil extracts for nutritional, medical and adult recreational use. The Company works exclusively through licensed facilities in jurisdictions where such activity is permitted and regulated by state law.

For updates on the Company's activities and highlights of the Company's press releases and other media coverage, please follow Nutritional High on [Facebook](#), [Twitter](#), [Instagram](#) and [Google+](#) or visit www.nutritionalhigh.com.

ON BEHALF OF THE BOARD

Marcos Agramont, CEO & Director

INVESTOR RELATIONS:

Ir@isodiol.com

www.isodiol.com

MEDIA CONTACT:

Carrie Booze

North 6th Agency

212-334-9753 ext.142

lsodiol@n6a.com

Forward-Looking Information: This news release contains "forward-looking information" within the meaning of applicable securities laws relating to statements regarding the Company's business, products and future the Company's business, its product offerings and plans for sales and marketing. Although the Company believes that the expectations reflected in the forward looking information are reasonable, there can be no assurance that such expectations will prove to be correct. Readers are cautioned to not place undue reliance on forward-looking information. Such forward looking statements are subject to risks and uncertainties that may cause actual results,



performance and developments to differ materially from those contemplated by these statements depending on, among other things, the risks that the Company's products and plan will vary from those stated in this news release and the Company may not be able to carry out its business plans as expected. Except as required by law, the Company expressly disclaims any obligation, and does not intend, to update any forward looking statements or forward-looking information in this news release. Although the Company believes that the expectations reflected in the forward looking information are reasonable, there can be no assurance that such expectations will prove to be correct and makes no reference to profitability based on sales reported. The statements in this news release are made as of the date of this release.

The CSE has not reviewed, approved or disapproved the content of this press release.