

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

January 26, 2018

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 January 26, 2018.

Item 4 Summary of Material Change

The Company announced it has signed a licensing agreement with Livecare Health Canada Inc. (“Livecare”). Under the terms of the licensing agreement, the Company will license the Telehealth Platform (the “Platform”), which it will operate under a white label in connection with the marketing of all its products. The license shall grant Isodiol the exclusive right to use the Platform relating to all cannabis, cannabis-derived, cannabinoid and phytoceutical products and related services. As a part of the licensing agreement, the Company will pay Livecare a royalty dependant on the jurisdiction of commercialization and it will also issue four quarterly installments of stock, subject to a 36-month escrow, valued at \$250,000 in the first year. In addition to the licensing agreement, the Company has appointed Dr. Amit Mathur, co-founder of Livecare, as a medical advisor to the Company with a focus on implementing a global strategy for the commercialization of the Platform.

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 25, 2018

SCHEDULE "A"



ISODIOL INTERNATIONAL INC. ANNOUNCES LICENSING AGREEMENT WITH LIVECARE HEALTH CANADA INC. AND APPOINTS DR. AMIT MATHUR TO MEDICAL ADVISORY BOARD

January 26, 2018 - 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 signed a licensing agreement with Livecare Health Canada Inc. (Livecare), an organization founded and operated by Doctors dedicated to giving patients access to quality, real-time healthcare, regardless of where they are located.

Livecare is a Vancouver-based company committed to empowering health care through technology. Founded by Dr. Mark Godley in 2012, they offer digital technologies that connect Doctors & Allied Health Care Providers to their Patients via secure, encrypted, face-to-face video and messaging.

Under the terms of the licensing agreement, Isodiol will license the Telehealth Platform (Platform) and operate it under a white label in connection with the marketing of all its products. The license shall grant Isodiol the exclusive right to use the Platform relating to all cannabis, cannabis-derived, cannabinoid and phytoceutical products and related services. Livecare will customize and convey the Platform for Isodiol and will assist in marketing and commercializing the Platform on a global scale.

The Platform is generally described as an interconnectivity network with a cloud-based user interface that provides access by multiple categories of users, including patients, physicians, other medical professionals, pharmaceutical providers, and on personal computing devices to deliver health and wellness solutions without regard to the physical location of the users.

“Isodiol is extremely proud of this innovative step, where our consumers will now have the ability to consult with medical experts via the Telehealth Platform technology,” said CEO of Isodiol, Marcos Agramont. “Our customers are extremely valued and consumers around the globe, particularly in urban areas, will now face little to no inconveniences when seeking health and wellness improvement.”



As a part of the licensing agreement, the Company will pay Livecare a royalty dependant on the jurisdiction of commercialization. The company will also issue 4 quarterly installments of stock in the first year of \$250,000 which will be subject to a 36 month escrow schedule.

In addition to the licensing agreement, Isodiol has appointed Dr. Amit Mathur, co-founder of Livecare, as a medical advisor to the company with focus on implementing a global strategy for the commercialization of the platform.

Over the years, Dr. Mathur has lectured on behalf and participated on national advisory boards to multiple pharmaceutical companies. He has a passion for rural healthcare and has participated in international conferences and seminars in Asia as an advisor and keynote speaker on rural eye health delivery. He bridges his healthcare and clinic operations experience with his business consulting background to be uniquely effective.

“We are excited to welcome Dr. Mathur to the Isodiol family and we are confident that he will be a valuable addition to the team,” said Agramont. “Dr. Mathur will play a valuable role in ensuring communities and rural municipalities will receive greater access to physicians and allied health providers.”

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

For more information on Livecare please visit www.livecare.ca/

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.



About Livecare Health Canada Inc.

[Livecare](#) is a Canadian company founded and operated by Doctors dedicated to giving patients access to quality, real-time healthcare, regardless of where they are located. By offering patients the option to use Telehealth, wait and travel times are decreased or eliminated completely, allowing for invaluable timely diagnosis and triage.

Livecare's mission is to develop and implement self-sustaining patient centered community and international telemedicine programs. Livecare aims to provide health care access to all patients, increase the quality of health delivery by providing timely diagnosis and treatment, and reduce the expense to patients, communities, insurance providers and employers by avoiding needless travel costs and absent work days for primary and specialty medical services.

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ON BEHALF OF THE BOARD

Marcos Agramont, CEO & Director

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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.