

**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

February 15, 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 February 15, 2018.

Item 4 Summary of Material Change

The Company announced it has entered into a definitive agreement to acquire 100% of Canadian National Pharma Group Inc. (“**CN Pharma**”), a pharmaceutical manufacturing company. The Company previously announced on December 6, 2017, the agreement to acquire an initial stake representing 25% equity of CN Pharma. The purchase of the remaining 75% equity position will establish CN Pharma as a wholly-owned subsidiary of the Company. Pursuant to the agreement, the Company will issue a total of \$6,000,000 CDN in stock, subject to escrow provisions, for 100% ownership of CN Pharma.

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. Signs Definitive Agreement to Acquire 100% Of Canadian National Pharma Group INC.

February 15, 2017 - Vancouver, BC – [Isodiol International Inc.](#) (CSE: [ISOL](#)) (OTC: [ISOLF](#)) (FSE: [LB6A.F](#)) (the “Company” or “Isodiol”), a global CBD innovator specializing in the development of pharmaceutical and wellness products, is pleased to announce that it has entered into a Definitive Agreement to acquire 100% of Canadian National Pharma Group Inc. (CN Pharma), a pharmaceutical manufacturing company. Isodiol previously announced on [Dec. 6th, 2017](#) the agreement to acquire an initial stake representing 25% equity of CN Pharma. The company is now pleased to purchase the remaining 75% equity and is excited to establish CN Pharma as a wholly owned subsidiary.

Once approved by Health Canada, CN Pharma will be licensed to process and manufacture controlled substances, handle all cannabis and hemp derivatives, import and export oils and isolates, prepare various formulation and mixtures, participate in research or testing activities, and conduct new product and drug development.

“This is a strategic acquisition for Isodiol, and we intend to expand our capacity in Canada in a significant way,” said Marcos Agramont, CEO of Isodiol. “With this new and up and coming facility, Isodiol will be able to refine and isolate the CBD molecule to a pharmaceutical-grade purity of 99.5% + as well other Cannabinoid derivatives. As a certified Licensed Dealer, Isodiol will continue to establish strategic partnerships and product licensing agreements with Licensed Producers, and expand our product sales into major retailers across Canada that are looking to enter the fast-emerging CBD market.”

Being uniquely positioned with a global footprint and strategy, Isodiol is actively establishing the required infrastructure and partnerships to commercialize its cannabinoid therapeutics, innovating drug formulas and delivery technologies, as well as establishing the best manufacturing practices.



"The CN Pharma structure will provide Isodiol with a unique opportunity to import optimal cannabis and hemp ingredients from various global centers in to Canada and then process and manufacture to the highest quality pharmaceutical standards. The license will also position Isodiol to export its pharmaceutical products globally from Canada", said Marcus Dahl, President of CN Pharma.

Per the agreement, Isodiol will issue a total of \$6,000,000 CDN in stock for 100% of the acquisition, based on the closing price of February 14, 2018, subject to escrow guidelines, per the CSE.

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

For more information on please visit www.canadiannationalpharmagroup.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 CBD 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.

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ON BEHALF OF THE BOARD

Marcos Agramont, CEO & Director

604-409-4409

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INVESTOR RELATIONS:



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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 of 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.