

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

**Item 1: Name and Address of Company**

Abattis Bioceuticals Corp. (the "Issuer")  
1200 - 625 Howe Street  
Vancouver, BC V6C 2M6

**Item 2: Date of Material Change**

May 21, 2019

**Item 3: News Release**

The news release was disseminated on May 21, 2019 through GlobeNewswire.

**Item 4: Summary of Material Changes**

On May 21, 2019, the Issuer's wholly-owned subsidiary, 1185277 B.C. Ltd., acquired Pro Natura BV from Catalyst Investment Capital Corp.

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

See the attached news release for a full description of the material change.

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

Not applicable

**Item 7: Omitted Information**

None

**Item 8: Executive Officer**

Robert Abenante, Director and Chief Executive Officer  
Telephone: 604-674-8232

**Item 9: Date of Report**

May 31, 2019



## Abattis Announces Successful Closing of Pro Natura Acquisition

**VANCOUVER, BRITISH COLUMBIA / May 21<sup>st</sup>, 2019 / Abattis Bioceuticals Corp** (the “**Company**” or “**Abattis**”) (CSE:ATT) (OTC:ATTBF) is pleased to announce that, further to its news release dated April 2<sup>nd</sup>, 2019, the Company’s wholly-owned subsidiary, 1185277 B.C. Ltd. (the “**Acquisition Subsidiary**”) has successfully closed the acquisition (the “**Acquisition**”) of Pro Natura BV (“**Pro Natura**”).

### Company Newsletter

Abattis is also pleased to announce that it will be relaunching its Company Newsletter (the “**Newsletter**”), which has been designed to complement the Company’s continuous disclosure, and provide cannabis industry highlights as they pertain to the Company. The first issue of the Newsletter will also provide answers to various Frequently Asked Questions (“**FAQs**”) we have recently received from our stakeholders. To receive the Newsletter, investors and stakeholders are encouraged to sign up at [www.abattis.com/newsletter](http://www.abattis.com/newsletter).

### **About Abattis Bioceuticals Corp.**

Abattis is positioned to be a leader in the cannabis industry as a fully integrated medicinal cannabis company. In addition to the Company’s flagship cultivation asset located on British Columbia’s Gabriola Island, Abattis is aggressively building its portfolio of assets including through the acquisition of 140 genetic strains and a robust portfolio of fertilizers and nutrients, custom formulated for the emerging cannabis market.

Abattis’ products and services divisions include its Abattis-branded vaporizer line, as well as the proprietary cannabinoid therapeutic, COMFORT™, formulated to treat chronic pain and inflammation. Abattis continues to service the cultivation industry through its service agreements with licensed laboratory Northern Vine Canada Inc., and Dicentra Inc., one of Canada’s largest regulatory advisory firms.

Abattis continues to pioneer cutting-edge research in partnership with the University of British Columbia and Mitacs, to research and develop nanoemulsified cannabinoid-rich hemp oil and cannabinoid-infused products. Abattis has also solidified key investments into XLABS Therapeutics (ONT) Inc., building one of Canada’s largest cannabinoid manufacturing labs, as well as blockchain service and cryptocurrency platforms focused solely on cannabis product and service transactions.

## **ABATTIS BIOCEUTICALS CORP.**

*“Rob Abenante”*

Robert Abenante, President & CEO

For more information, please visit the Company’s website at: [www.abattis.com](http://www.abattis.com)

For inquiries please contact (808) 650-3007 or at [investors@abattis.com](mailto:investors@abattis.com). Abattis’ investor relations are managed by Canada One Communications Inc.

### **About Canada One Communications Inc.**

Canada One Communications Inc. (“**Canada One**”) is a full-service Investor Relations and Marketing company that focuses on both private and public sectors within the Canadian markets.

For more information please visit [www.canadaone.media](http://www.canadaone.media)

### **FORWARD LOOKING INFORMATION**

Certain statements contained in this release constitute “forward-looking statements” or “forward-looking information” (collectively “forward-looking information”). These statements relate to future events or future performance. The use of any of the words “could”, “intend”, “expect”, “believe”, “will”, “projected”, “estimated”, “anticipates” and similar expressions and statements relating to matters that are not historical facts are intended to identify forward-looking information and are based on the Company’s current belief or assumptions as to the outcome and timing of such future events. Actual future results may differ materially. Such forward-looking statements necessarily involve known and unknown risks and uncertainties, which may cause actual performance and financial results in future periods to differ materially from any projections of future performance or result expressed or implied by such forward-looking statements. Such risks and uncertainties include, without limitation, risks with respect to: the ability of Abattis to establish a market for its products and services; competitive conditions in the cannabis and nutraceutical industries; general economic conditions; competition for, among other things, capital and skilled personnel; potential delays or changes in plans with respect to deployment of services or capital expenditures; the possibility that government policies or laws may change and may regulate the products and services provided by or to be provided by Abattis; Abattis not adequately protecting its intellectual property; regulatory risks relating to Abattis’ businesses; and technological change. Although forward-looking statements contained in this release are based upon what management of the Company believes are reasonable assumptions, there can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. The Company undertakes no obligation to update forward-looking statements if circumstances or management’s estimates or opinions should change except as required by applicable securities laws. The reader is cautioned not to place undue reliance on forward-looking statements.