

51-102F3 Material Change Report [F]

Item 1 Name and Address of Company

Valens Groworks Corp.
1400, 1040 West Georgia Street
Vancouver, BC V6E 4H1

Item 2 Date of Material Change

November 18, 2016

Item 3 News Release

The news release dated November 18, 2016 was disseminated through Canada Stockwatch and Market News under section 7.1 of National Instrument 51-102.

Item 4 Summary of Material Change

Name Change.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please refer to attached news release.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

N/A

Item 8 Executive Officer

Robert van Santen, CEO, Valens Groworks Corp.

Item 9 Date of Report

November 21, 2016

GENOVATION CAPITAL ANNOUNCES NAME CHANGE TO VALENS GROWORKS

Vancouver, B.C., November 18, 2016 – Genovation Capital Corp. (CSE: GEC) the “Company” or “Genovation Capital”) announces it will complete its corporate name change to Valens GroWorks effective Thursday, November 24, 2016.

The Canadian Securities Exchange listing of the Company's common shares will commence trading under the new name and trading symbol "VGW" following the issue of the CSE's bulletin to dealers. The Company's new CUSIP number will be 91913D106 and the new ISIN will be CA91913D1069. There is no change to the Company's share structure.

The name change is part of a corporate rebranding following the Company's recently completed acquisition of Valens Agritech (“Valens”). Valens is biotechnology company based in the Okanagan Valley of British Columbia, focused on cannabis cultivation and research, with assets and improvements that include a state-of-the-art 17,000 square foot R&D facility located in Kelowna, British Columbia.

Valens is currently awaiting final inspection by the Regional Inspectorate of the Office of Controlled Substances of Health Canada for a Controlled Drugs and Substances Dealer's Licence (including the activities of cultivation, production (extraction), packaging, possession, sale, transportation, delivery and research). Valens anticipates holding both the R&D oriented Dealer's licensing as well as a Licensed Producer (“LP”) contract from Health Canada under the Access to Cannabis for Medical Purposes Regulations (ACMPR), enabling the capture of a broad spectrum of medical marijuana users and recreational users once legalized.

The Company intends to launch a new corporate website at www.valensgroworks.ca in due course. Meanwhile, historical corporate information will continue to be accessible at www.genovationcapital.ca as well as on SEDAR and the CSE's website at <http://thecse.com/en/listings/life-sciences/genovation-capital-corp>.

**On behalf of the Board of Directors,
GENOVATION CAPITAL CORP.**

(signed) “Robert van Santen”
Chief Executive Officer

For further information, please contact:
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Cautionary statements

This press release contains forward-looking information based on current expectations. Statements about the Company's expectations are all forward-looking information. These statements should not be read as guarantees of future performance or results. Such statements involve known and unknown risks, uncertainties and other factors that may cause actual results, performance or achievements to be materially different from those implied by such statements. Genovation Capital assumes no responsibility to update or revise forward-looking information to reflect new events or circumstances unless required by law. Neither the CSE nor its Regulation Services Provider (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release. We seek safe harbor.