

FORM 51-102F3

MATERIAL CHANGE REPORT UNDER NATIONAL INSTRUMENT 51-102

1. **Name and Address of Company**

Telferscot Resources Inc.
2702-401 Bay Street
P.O. Box 136
Toronto ON M5H 2Y4

2. **Date of Material Change**

April 3, 2018

3. **News Release**

A news release with respect to the material change referred to in this report was disseminated through Newsfile on April 3, 2108 and filed on the system for electronic document analysis and retrieval (SEDAR).

4. **Summary of Material Change**

Telferscot Receives Final Approvals to Proceed with Acquisition of Canntab Therapeutics

5. **Full Description of Material Change**

TORONTO, Ontario, April 3, 2018 – Telferscot Resources Inc. (CSE:TFS) (“**Telferscot**” or the “**Company**”) is pleased to announce that the Company has received confirmation from the Canadian Securities Exchange of approval of the listing of the common shares of Canntab Therapeutics Limited (“**Canntab**”) subject to completion of the transactions as described in the listing statement and completion of any and all outstanding CSE documentation and fee payments.

Additionally, the Company is pleased to inform shareholders and investors that the shareholders of Canntab have approved the acquisition of Canntab by Telferscot as detailed in the Company’s Management Information Circular.

It is anticipated that the transaction will close on or about April 9, 2018. At which point, Telferscot shares will be exchanged for new shares of Canntab on a ratio of 1 new Canntab share for every 200 current Telferscot shares.

Following closing of the transaction and subject to any approvals by the Canadian Securities Exchange and Regulators, Canntab shares will commence trading on the CSE under the trading symbol: “PIL”

For information on the transaction as well as the Telferscot Plan of Arrangement – the distribution of new company shares to Telferscot shareholders, please go to www.tfs-poa.com. Investors can sign up there to receive news and investor communications on the activities of Canntab as well as plans and developments in each of the new entities to be distributed to shareholders.

6. **Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102**

Not applicable.

7. **Omitted Information**

Not applicable.

8. **Executive Officer**

For further information, contact Stephen Coates, Director and CEO of Telferscot Resources Inc at 416-642-1807.

9. **Date of Report**

April 3, 2018