

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

THC BioMed Intl Ltd. (“the **Issuer**”)
Suite 1500 – 888 Dunsmuir Street
Vancouver, BC V6C 3K4

Item 2: Date of Material Change

November 6, 2015

Item 3: News Release

A news release was issued and disseminated on November 12, 2015 and filed on SEDAR (www.sedar.com). A copy of the news release is attached as Schedule “A” hereto.

Item 4: Summary of Material Change

The Issuer announced the issuance of 4,660,000 common shares (“Shares”) as of November 6, 2015 pursuant to a settlement agreement dated September 8, 2015 with Jacob Securities Inc. The Shares were issued at a deemed price of \$0.12 per share and will be released pursuant to a stock restriction agreement over the course of 36 months.

Item 5: Full Description of Material Change

Please see the attached Schedule “A”.

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

Not applicable

Item 7: Omitted Information

None

Item 8: Executive Officer

John Miller, CEO and President
Email: info@thcbiomed.com

Item 9: Date of Report

November 13, 2015

Schedule "A"



THC BIOMED INTL LTD.
Suite 1500 – 888 Dunsmuir Street
Vancouver, BC V6C 3K4
www.thcbiomed.com

THC Closes a Private Placement and Issues a Total of 4,209,583 Units

THC.CSE

THCBF - OTC

TFHC.F

Vancouver, B.C. – (November 12, 2015) THC BioMed Intl Ltd. (“**THC**”) is pleased to announce the issuance of 4,660,000 common shares (“**Shares**”) as of Nov 6th pursuant to a settlement agreement (the “**Settlement Agreement**”) dated September 8, 2015 with Jacob Securities Inc. The Shares were issued at a deemed price of \$0.12 per share and will be released pursuant to a stock restriction agreement over the course of 36 months.

THC’s vision is to be on the leading edge of scientific research and development of products and services related to the medical cannabis industry while creating a standard of excellence. As the industry develops, it will become more important to focus on scientific research and development of products and services related to medical cannabis. Management believes THC is well-positioned to be in the forefront of this rapidly growing industry.

Please visit our website for a more detailed description of our business and services available.
www.thcbiomed.com.

President and CEO:

John Miller
THC Biomed Intl Ltd.
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E: info@thcbiomed.com

Forward-Looking Information:

This press release may include forward-looking information within the meaning of Canadian securities legislation, concerning the business of THC. Forward-looking information is based on certain key expectations and assumptions made by the management of THC. Although THC believes that the expectations and assumptions on which such forward-looking information is based are reasonable, undue reliance should not be placed on the forward-looking information because THC can give no assurance that they will prove to be correct. Forward-looking statements contained in this press release are made as of the date of this press release. THC disclaims any intent or obligation to update publicly any forward-looking information, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws.