

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

THC BioMed Intl Ltd. (the “**Issuer**”)
Suite 1100 – 888 Dunsmuir Street
Vancouver, BC V6C 3K4

Item 2: Date of Material Change

November 27, 2015

Item 3: News Release

A news release was issued and disseminated on November 27, 2015 and filed on SEDAR (www.sedar.com) and the Canadian Securities Exchange (the “**CSE**”). A copy of the news release is attached as Schedule “A” hereto.

Item 4: Summary of Material Change

The Issuer announced the appointment of Tracey St. Denis, CPA, CGA, as its Chief Financial Officer. Ms. St. Denis is a Chartered Professional Accountant and Certified General Accountant with the Accountants Association of British Columbia. She has more than 10 years of experience as a director and officer of public companies.

The Issuer also announced the resignation of Geoff Watson as Chief Financial Officer and director of the Company.

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

December 3, 2015

Schedule "A"



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

THC Appoints New Chief Financial Officer

THC.CSE

THCBF – OTC

TFHC.F

Vancouver, B.C. – (November 27, 2015) THC BioMed Intl Ltd. (“**THC**” or the “**Company**”) is pleased to announce the appointment of Tracey St. Denis, CPA, CGA, as its Chief Financial Officer. Ms. St. Denis is a Chartered Professional Accountant and Certified General Accountant with the Accountants Association of British Columbia. She has more than 10 years of experience as a director and officer of public companies and is currently also the CFO of PUF Ventures, a company listed on the CSE.

“We welcome Ms. St. Denis to THC and believe that her experience, credentials and training will enable her to provide THC with financial expertise and streamline our financial controls and procedures,” stated John Miller, President and CEO of THC.

“In order to allow the Company to appoint Ms. St. Denis to this crucial and strategic position, Geoff Watson has resigned from his positions with the company as CFO and director. We thank Mr. Watson for his services to the Company and wish him the best for his future projects,” said Mr. Miller.

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.
T: 604 682-1643
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.