

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

September 12, 2016

Item 3: News Release

A news release was issued and disseminated on September 12, 2016 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 that, in connection with its agreement with Trans-Medica Ltd. (“**Trans-Medica**”), announced on July 16, 2015, it closed a private placement (the “**Private Placement**”) for total gross proceeds of \$250,000 and issued an aggregate of 1,000,000 common shares (the “**Shares**”). The Shares were issued at a deemed price of \$0.25 per Share and are subject to a four month and one day hold period in accordance with applicable securities laws.

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

September 21, 2016

Schedule "A"



THC BIOMED INTL LTD.
Suite 1100 – 888 Dunsmuir Street
Vancouver, BC V6C 3K4
www.thcbiomed.com

THC Announces Closing of Private Placement

THC.CSE

THCBF – OTC

TFHC.F

Vancouver, B.C. – (September 12, 2016) THC BioMed Intl Ltd. (“**THC**”) is pleased to announce that, in connection with its agreement with Trans-Medica Ltd. (“**Trans-Medica**”), announced on July 16, 2015, it has closed a private placement (the “Private Placement”) for total gross proceeds of \$250,000 and issued an aggregate of 1,000,000 common shares (the “Shares”). The Shares were issued at a deemed price of \$0.25 per Share and will be subject to a four month and one day hold period in accordance with applicable securities laws.

About Trans-Medica

Trans-Medica is a private Ontario based company with extensive relationships in all aspects of the medical marijuana industry, from growth and growing systems to clinicians and prescription.

About THC

THC is an authorized licensed producer of dried marijuana for Medical Purposes and fresh marijuana and cannabis oil – production only. 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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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.