

51-102F3
MATERIAL CHANGE REPORT

ITEM 1 NAME AND ADDRESS OF COMPANY

MYM NUTRACEUTICALS INC. (“MYM” or the “Company”)
#1500 – 409 Granville Street
Vancouver, B.C. V6C 1T2

ITEM 2 DATE OF MATERIAL CHANGE

July 2, 2020

ITEM 3 NEWS RELEASE

NR #20-15 dated July 2, 2020

ITEM 4 SUMMARY OF MATERIAL CHANGE

MYM Announces Shares for Debt Transaction and Becomes Sole Shareholder of Licensed Cannabis Cultivator SublimeCulture Inc.

ITEM 5.1 FULL DESCRIPTION OF MATERIAL CHANGE

The Company announced that it completed the purchase of SublimeCulture Inc. with the acquisition of 250,000 class A shares of SublimeCulture Inc. being the final remaining 25% of SublimeCulture Inc.’s total issued and outstanding share capital. The Company now owns 100% of the cannabis cultivator.

In exchange for the remaining 25% of SublimeCulture Inc., MYM paid \$250,000 and 5,150,000 MYM common shares.

The Company also announces that, subject to the approval of the Canadian Securities Exchange, it has agreed to a shares for debt transaction whereby the Company will issue 647,631 common shares at a deemed price of \$0.07 per share pursuant to certain employment and consulting agreements that contain provisions for the issuance of shares as part of the compensation.

As certain insiders participated in the Transaction, it is considered to be a “related party transaction” as defined under Multilateral Instrument 61-101 (“MI 61-101”). The transaction is exempt from the formal valuation and minority shareholder approval requirements of MI 61-101 as neither the fair market value of the securities to be distributed in the Transaction in so far as the Transaction involves the insiders, exceeds 25% of the Company’s market capitalization.

ITEM 5.2 DISCLOSURE FOR RESTRUCTURING TRANSACTIONS

Not applicable.

ITEM 6 RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7 OMITTED INFORMATION

Not applicable.

ITEM 8 EXECUTIVE OFFICER

For further information contact Investor Relations at 778-522-2261

ITEM 9 DATE OF REPORT

This report is dated July 2, 2020



NEWS RELEASE

MYM Becomes Sole Shareholder of Licensed Cannabis Cultivator SublimeCulture Inc.

VANCOUVER, British Columbia, July 2, 2020– MYM Nutraceuticals Inc., (CSE: MYM) (OTC: MYMMF) (“MYM” or the “Company”) is pleased to announce that it has completed the purchase of SublimeCulture Inc. with the acquisition of 250,000 class A shares of SublimeCulture Inc. being the final remaining 25% of SublimeCulture Inc.’s total issued and outstanding share capital. The Company now owns 100% of the cannabis cultivator.

SublimeCulture Inc. is a Health Canada licensed cannabis cultivator located in Laval, Quebec. Its facility is an indoor cannabis operation that is currently cultivating specialty “craft” cannabis varieties. Included is a mothering and cloning area allowing for genetic development and archiving.

In exchange for the remaining 25% of SublimeCulture Inc., MYM paid \$250,000 and 5,150,000 MYM common shares.

The Company also announces that, subject to the approval of the Canadian Securities Exchange, it has agreed to a shares for debt transaction whereby the Company will issue 647,631 common shares at a deemed price of \$0.07 per share pursuant to certain employment and consulting agreements that contain provisions for the issuance of shares as part of the compensation.

All shares issued by MYM in connection with the acquisition of the shares of SublimeCulture Inc. and the shares for debt transaction are subject to a four-month and a day hold period as required by applicable Canadian securities laws.

As certain insiders participated in the Transaction, it is considered to be a “related party transaction” as defined under Multilateral Instrument 61-101 (“MI 61-101”). The transaction is exempt from the formal valuation and minority shareholder approval requirements of MI 61-101 as neither the fair market value of the securities to be distributed in the Transaction in so far as the Transaction involves the insiders, exceeds 25% of the Company’s market capitalization.

About MYM Nutraceuticals Inc.

MYM is a licensed cannabis producer in Canada. We are uniquely positioned to opportunistically acquire and/or invest in companies within the cannabis and hemp industries that are in need of capital and management support. Our senior management team is made up of experts engaged in a wide array of disciplines – upper level management of public companies, finance, law, master growing, plant pathology, agricultural economics, pharmaceutical, engineering, global marketing, product development and branding, distribution and seed genetics. MYM is a shareholder in two production projects in Quebec and is actively looking to acquire complementary businesses and assets in the cannabis sector. MYM shares trade in Canada, Germany and the United States under the following symbols: (CSE: MYM) (OTC: MYMMF) (FRA:OMY) (DEU:OMY) (MUN:OMY) (STU:OMY).

ON BEHALF OF THE BOARD

Robin Linden, Director
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Investor Relations
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