

**FORM 51-102F3  
MATERIAL CHANGE REPORT**

**Item 1 Name and Address of Company**

MustGrow Biologics Corp. (the "**Company**")  
1005 - 201 1st Ave. S.  
Saskatoon SK  
S7K 1J5

**Item 2 Date of Material Change**

August 18, 2018

**Item 3 News Release**

August 20, 2018  
Method(s) of dissemination was through Filing Services Canada.

**Item 4 Summary of Material Change**

The Company announces completion of the continuation into Saskatchewan under *The Business Corporations Act* (Saskatchewan) from the province of British Columbia as of August 18, 2018.

**Item 5 Full Description of Material Change**

**5.1 Full Description of Material Change**

The company announced that it has completed its continuance into Saskatchewan under *The Business Corporations Act* (Saskatchewan) (the "**SBCA**") from the province of British Columbia as of August 18, 2018. The continuance was approved by a special resolution of shareholders at the Company's Annual General and Special Meeting on May 31, 2018.

**5.2 Disclosure for Restructuring Transactions**

N/A

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

N/A

**Item 7 Omitted Information**

N/A

**Item 8 Executive Officer**

Corey Giasson, CEO  
1005 - 201 1st Ave. S.  
Saskatoon SK  
S7K 1J5  
Tel: 306-717-1128  
Email: [cgiasson@sasktel.net](mailto:cgiasson@sasktel.net)

**Item 9 Date of Report**

August 20, 2018