FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Abattis Bioceuticals Corp.
Suite 1000, 355 Burrand Street
Vancouver BC V6C 1N5

Phone: 778-908-6650 Fax: 604-538-6658

Item 2. Date of Material Change

December 28, 2012

Item 3. News Release

A News Release dated and issued December 28, 2012 at Vancouver, British Columbia, through Stockwatch, Baystreet and SEDAR.

Item 4. Summary of Material Change

See news release, a copy of which is attached hereto.

Item 5. Full Description of Material Change

See news release, a copy of which is attached hereto.

Item 6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7. Omitted Information

Not applicable.

Item 8. Executive Officer

Mike Withrow, President & CEO
Telephone: 778-908-6650

Item 9. Date of Report

December 28, 2012

Suite 1000-355 Burrard Street,
Vancouver, B.C., V6C 2G8
Tel: (604) 538-6650
www.abattis.com

Abattis Announces Grant of Stock Options

VANCOUVER, BC - Friday, December 28, 2012 - Abattis Bioceuticals Corp. ("Abattis" or the "Company") (CNSX: FLU) (OTC: ATTBF), is pleased to announce that, in compliance with the Company's option plan, the Company has granted 350,000 incentive stock options to certain of its directors and consultants, with each option being exercisable into a common share of Abattis at $0.10 per share for a period of five years.

About Abattis Bioceuticals Corp.

Abattis is a specialty biotechnology company with capabilities through its wholly owned subsidiaries of producing, licensing and marketing proprietary ingredients and formulas for use in BioPharma, Nutraceutical, Cosmetic and Animal Nutrition markets. The company has a deep pipeline of proprietary products ready for sale in high growth areas of Functional Foods and Supplements business.

ON BEHALF OF THE BOARD

*"Mike Withrow"*__________________________
Mike Withrow
President & CEO

For information please contact:
Mike Withrow
P: 778.908.6650
www.abattis.com