FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Abattis Bioceuticals Corp.
1000 - 355 Burrard Street
Vancouver, BC V6C 2G8

Item 2. Date of Material Change

February 27, 2014

Item 3. News Release

A news release dated and disseminated February 27, 2014 at Vancouver, British Columbia, through The Newswire.ca, CSE Markets and SEDAR is attached as Schedule "A".

Item 4. Summary of Material Change

Abattis Signs LOI to Acquire Organic & Hydroponic Fertilizer Formulas.

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

Michael Withrow, President & CEO
Telephone: 604.538.6650

Item 9. Date of Report

February 28, 2014

Schedule "A"

Suite 1000 – 355 Burrand Street
Vancouver, BC V6C 2G8
Tel: 778-896-6536
info@abattis.com

Abattis Signs LOI to Acquire Organic & Hydroponic Fertilizer Formulas

VANCOUVER, BC – Thursday, February 27, 2014 - Abattis Bioceuticals Corp. ("Abattis" or the "Company") **(CSE:ATT) (OTC: ATTBF),** is pleased to announce that it has signed a letter of intent with the beneficial shareholder of Green-Gro Garden Products Ltd. ("Green-Gro") whereby the Company, through its wholly owned subsidiary, Biocube Green Grow Systems Corp., has agreed to acquire all of the organic and hydroponic fertilizer formulas owned by Green-Gro in consideration for 300,000 common shares of Abattis.

Green-Gro's formulas were developed using nearly 3 decades of expertise and 5 years of experimentation. Green-Gro's hydroponic fertilizers are unique in that they address the exact nutritional requirements of many specialty crops. The N, P, K, Ca, Mg and micronutrient ratios in the fertilizers have been developed to provide growers with an exact formulation needed to maintain strong developing, vegetative and flowering fruiting stages. The theory behind the design of these fertilizers is that feeding proper nutrients to younger plants will lead to healthier, higher yielding crops.

The Green-Gro product formulations that will be acquired by the Company include: Green Gro, Micro Classic, Bloom Classic, Grow Plus, Micro Plus, Bloom Plus, Blossom Plus, Veg Plus, Oxy-Plus, Roots Plus, Green Nitro, Crystal Plus, Budzilla, Triple "A", GG Plus and PH Up and PH Down. Green Gro also owns, and the Company will also be acquiring, Natures Juice™ products. Natures Juice™ is a revolutionary organic formula developed for the hydroponic industry it utilizes a unique one part formula for feeding plants during the vegetative and flowering cycles only during the flowering cycle are additives used to enhance the formation of large budswhich are a line of organic fertilizers that are well-known in the growing business.

Mr. Mike Withrow, Chief Executive Officer of the Company, stated, "The Green-Gro and Nature Juice Brands™ are well known by many expert cultivators. " Mr. Withrow went on to state, "We are excited about this acquisition as it helps us in our effort to ensure low cost solutions for the products we sell."

A finder's fee of 15,000 common shares of the Company will be payable upon successful completion of this asset purchase transaction.

About Abattis Bioceuticals Corp.

Abattis is a specialty biotechnology company with capabilities through its wholly owned subsidiaries of cultivating, licensing and marketing proprietary ingredients, bio-similar compounds, patented equipment and consulting services to medicinal markets in North America. The company is positioned to capitalize on the fast growing trend toward marijuana legalization in the United States and for medicinal use in Canada and international jurisdictions by supplying and partnering with companies to employ its vertical cultivation systems, extraction equipment/technology, and strategic marketing support to licensed growers. The company also has an extensive pipeline of high-quality products and Intellectual Property for the rapidly expanding botanical drug market. We follow strict Standard Operating Protocols and adhere to the Law's of Canada and Foreign Jurisdictions. For more information, visit the Company's website at www.abattis.com.

For further information, contact the Company's CEO, Michael Withrow at (778) 896-6536 or at mike.withrow@abattis.com.

ON BEHALF OF THE BOARD

"Mike Withrow"____________
Mike Withrow
President & CEO

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FORWARD LOOKING INFORMATION
This press release contains forward-looking statements. The use of any of the words "anticipate", "continue", "estimate", "expect", "may", "will", "project", "should", "believe" and similar expressions are intended to identify forward-looking statements. Although the Company believes that the expectations and assumptions on which the forward-looking statements are based are reasonable, undue reliance should not be placed on the forward-looking statements because the Company can give no assurance that they will prove to be correct. Since forward-looking statements address future events and conditions, by their very nature they involve inherent risks and uncertainties. These statements speak only as of the date of this press release. Actual results could differ materially from those currently anticipated due to a number of factors and risks various risk factors discussed in the Company's Management's Discussion and Analysis filed under the Company's profile on www.sedar.com. While the Company may elect to, it does not undertake to update this information at any particular time.