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

June 19, 2014

Item 3. News Release

A news release dated and disseminated June 19, 2014 at Vancouver, British Columbia, through The Newswire.ca, CSE Markets and SEDAR is attached as Schedule "A".

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

Michael Withrow, President & CEO
Telephone: 604.538.6650

Item 9. Date of Report

June 20, 2014

Schedule “A”

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Abattis Bioceuticals Adopts New Policies, Changes Auditor & Adds New Board Members at Annual General Meeting of Shareholders

Vancouver, BC – June 19, 2014 – Abattis Bioceuticals Corp. (the “Company” or “Abattis”) (OTC Pink: ATTBF) (CSE: ATT), a specialty biotechnology company focused on cultivating, licensing, and marketing proprietary ingredients, bio-similar compounds, equipment, and consulting services to North American medicinal markets, today announced that its previous Board has been re-elected and two industry experts have been added to the Company’s Board of Directors and shareholders have also approved the adoption of new policies at the Company’s Annual General Meeting of Shareholders (“AGM”) held on June 18, 2014.

“Abattis is rapidly evolving to become a leader in the North American cannabis and botanical drug industry,” said Abattis Bioceuticals Corp. CEO Mike Withrow. “During our AGM held on June 18th, we instituted new policies and added two new directors with significant experience in cannabis and government relations. We believe that these changes will help us deliver long-term shareholder value.”

Re-elected were Messrs. Withrow, Fealey, Sorocco and Hedley. In addition, Mr. William Fleming and Mr. Emanuel Montenegrino have been added to the Board of Directors.

Mr. William “Bill” Fleming is the co-founder of Goose Bay Capital Corporation and founder of Mernova Medicinal Inc., an Aboriginal-owned company focused on becoming a licensed producer of cannabis in Canada. In the past, Mr. Fleming has served as VP of E-Commerce for Bermuda-based GlobeNet Communications as well as CFO and Director of NWest Energy Corporation.

Mr. Emanuel “Manny” Montenegrino is President and CEO of Think Sharp Inc., a consulting firm for corporations seeking expeditious, creative solutions for their business objectives when facing government barriers. Mr. Montenegrino was previously Chair of the Government Relations Group at Lang Michener LLP, now McMillan LLP, and has 32 years of experience as a business lawyer.

“We are excited to have Mr. Fleming and Mr. Montenegrino join our Board of Directors,” added Mr. Withrow. “Mr. Fleming’s experience in dealing with aboriginal governments and as the founder of Mernova Medicinal Inc. will be invaluable in developing our own cannabis operations with self-governing nations, while Mr. Montenegrino’s experience overcoming government barriers should be valuable in expeditiously securing licenses from Health Canada.”

Abattis’ shareholders also approved the Company’s advance notice policy previously adopted by the Board (previously announced by news release dated May 26, 2014). The advance notice policy defines a framework for nominating directors to shareholders, directors, and management. The policy fixes a deadline by which director nominations must be submitted to the Company prior to any annual or special meeting of shareholders and sets forth the information that must be included in the notice.

Shareholders of the Company also approved the adoption of a Long-term Incentive Plan which aligns the interests of eligible persons with those of the Company and its shareholders. Management believes that this plan will assist the Company in attracting, retaining and motivating key employees by making a significant

portion of the incentive compensation of participating employees directly dependent on key corporate objectives.
All other matters put before the meeting were approved by the shareholders. Management wishes to thank all shareholders that attended the AGM.
Investors and shareholders can find more information under Abattis' profile on SEDAR at www.sedar.com.

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 mass 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 applicable laws of Canada and foreign jurisdictions. For more information, visit the Company's website at: www.abattis.com.

ON BEHALF OF THE BOARD
"Mike Withrow"
Michael Withrow, President & CEO

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

NEITHER THE CANADIAN SECURITIES EXCHANGE NOR ITS REGULATIONS SERVICES PROVIDER HAVE REVIEWED OR ACCEPT RESPONSIBILITY FOR THE ADEQUACY ORACCURACY OF THIS RELEASE.

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 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.

SOURCE: Abattis Bioceuticals Corp.