

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 *Name and Address of Company*

Abattis Bioceuticals Corp. (the “**Issuer**”)
Suite 1040 – 885 West Georgia Street
Vancouver, British Columbia V6C 3H1

Item 2 *Date of Material Change*

April 6, 2016

Item 3 *News Release*

A news release was issued and disseminated on April 6, 2016 and filed on SEDAR (www.sedar.com). A copy of the news release is attached as Schedule “A” hereto.

Item 4 *Summary of Material Change(s)*

Abattis announced that it has agreed to license its NOXX Botanical Blends Products which contain Abattis’ patent-pending Phyto(NOS)TM to Crimson Capital Group by entering into an exclusive licensing agreement within thirty days.

Item 5 *Full Description of Material Change*

See attached news release on Schedule “A”

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

Not applicable.

Item 7 *Omitted Information*

No information has been omitted on the basis that it is confidential information.

Item 8 *Executive Officer*

Rene David, CFO and COO
(604) 336.0881 or rene.david@abattis.com

Item 9 *Date of Report*

April 14, 2016

Schedule “A”

[Inserted as the following pages]

ABATTIS AGREES TO LICENSE ITS NÖXX BOTANICAL BLENDS PRODUCTS

Vancouver, BC – April 6, 2016 – Abattis Bioceuticals Corp. (“Abattis”) has agreed to enter a licensing arrangement and marketing partnership with Crimson Capital Group (“Crimson”) to commercialize Abattis’ NÖXX Botanical Blends Products, which contain Abattis’ patent-pending Phyto(NOS)TM.

Abattis and Crimson plan to enter into an exclusive licensing agreement within thirty days, subject to all necessary approvals. “We are extremely excited to be commercializing our NÖXX Botanical Blends Products”, says Brazos Minshew, Abattis’ Director and Master Formulator. “We have an array of innovative products and Crimson is well positioned to implement critical elements of our marketing, sales and distribution strategy. Abattis considered building these capabilities internally and funding the efforts ourselves, but ultimately elected to secure this valuable partnership with trusted and capable industry professionals.”

Under the Agreement with Abattis, Crimson will be responsible for funding and staffing the proposed commercialization efforts. Abattis and Crimson have agreed to enter into a licensing arrangement and to form a marketing partnership wherein Crimson will secure initial capital commitments of up to \$1 million. Abattis will have the option of earning 50% of the profits from the partnership in consideration for common shares issuable to Crimson, or simply to earn a cash royalty of 2.5% on product sales. Abattis’ board of directors have conditionally approved the terms of the Agreement and it is presently being submitted for review by the Canadian Stock Exchange (the “CSE”).

About Phyto(NOS)TM

Phyto(NOS)TM is a proprietary, patent-pending formulation that naturally supports nitric oxide {a vasodilator} levels in the blood stream, supports nitric oxide production and provides antioxidants that help protect against oxidative cell damage caused by free radicals. Phyto(NOS)TM has applications in a wide range of food, beverage and nutraceutical products.

About Crimson Capital Group

Crimson is a privately-held merchant banking group. In support of efforts with Abattis, Crimson has executed a binding agreement with a privately-held Canadian company which owns the Canadian trademark rights to vitamingumTM and vitagumTM, and has an exclusive Canadian distribution partnership with the U.S.-based innovator and developer of nutritional chewing gums. With access to advanced gum technology that gives consumers a better way to gain valuable nutrients in-between meals, while exercising, or "on the go", Abattis and Crimson expect to formulate and to sell a variety of third-party and proprietary nutritional chewing gums into this emerging product category. The category’s appeal is expected to be heightened with the launch of new gum products formulated with Phyto(NOS)TM enabling active ingredients to be even more quickly and effectively absorbed through the mucous lining in the mouth right into the blood stream. Crimson is a related party in

which Rene David, CFO of Abattis, has an ownership interest. The licensing arrangement and marketing partnership is subject to the approval of Abattis' Board of Directors, its shareholders, if applicable, and the CSE.

ON BEHALF OF THE BOARD

"Brazos Minshew"

Brazos Minshew, Director

For further information, contact the Company at (604) 336-0881 or at news@abattis.com.

NEITHER THE CANADIAN SECURITIES EXCHANGE NOR ITS REGULATIONS SERVICES PROVIDER HAVE REVIEWED OR ACCEPT RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY 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. Forward-looking statements in this press release include that (a) Abattis will enter into the licensing agreement described above, (b) Crimson will assist Abattis in commercializing its products (c) Crimson will be responsible for marketing, selling and distributing a portfolio of Abattis products, (d) the parties will co-formulating and developing new products, (e) the licensing agreement will be subject to the approval of the Board, shareholders, if applicable, and the CSE (f) Crimson will secure initial capital commitments of up to \$1 million, (g) Abattis will have the option of earning 50% of the profits from the partnership in consideration for common shares issuable to Crimson, or simply to earn a cash royalty of 2.5% on product sales, and (h) Crimson will be responsible for funding and staffing the proposed commercialization efforts under the licensing agreement. 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.