

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Benchmark Botanics Inc. (the “Company”)
6111 London Road
Suite 105
Richmond, British Columbia
V7E 3S3

Item 2: Date of Material Change

June 13, 2018

Item 3: News Release

A news release announcing the material change was issued on June 13, 2018 through Newsfile Corp. and a copy was subsequently filed on SEDAR.

Item 4: Summary of Material Change

On June 13, 2018, the Company announced the resignation of Richard Lee as the Company’s Chief Financial Officer, effective June 8, 2018. Mr. Lee will be replaced by Jin Kuang as Interim Chief Financial Officer.

Item 5.1: Full Description of Material Change

On June 13, 2018, the Company announced the resignation of Richard Lee as the Company’s Chief Financial Officer, effective June 8, 2018. Mr. Lee will be replaced by Jin Kuang as the Company’s Interim Chief Financial Officer.

It is anticipated that Ms. Kuang will serve in this position until a permanent CFO is appointed by the Company. Currently, Ms. Kuang serves as the Company’s Corporate Controller. Ms. Kuang has previously served as the CFO for several reporting issuers.

Item 5.2: Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7: Omitted Information

Not applicable.

Item 8: Executive Officer

Johnson Zhang

Chief Executive Officer
+1 (604) 238-0009

Item 9: Date of Report

June 22, 2018