

FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

CENTR Brands Corp. (the "Company")
Suite 200, 2318 Oak Street
Vancouver, BC
V6H 4J1

2. Date of Material Change

September 24, 2020

3. News Release

A news release with respect to the material change referred to in this report was issued and disseminated on September 30, 2020 and filed the System for Electronic Document Analysis and Retrieval ("SEDAR"). A copy of the news release is available under the Company's profile on SEDAR at www.sedar.com.

4. Summary of Material Change

The Company closed the first tranche of its previously announced private placement of units for aggregate gross proceeds of \$396,375.00.

5. Full Description of Material Change

The Company closed the second tranche (the "**Second Tranche**") of its previously announced private placement of units for aggregate gross proceeds of \$396,375.00 (the "**Offering**"). Each Unit consists of one common share in the capital of the Company (each, a "**Common Share**") and one common share purchase warrant (each, a "**Warrant**"). Each Warrant entitles the holder thereof to acquire one Common Share at the price of \$0.60 for a period of three years from closing. A total of 1,132,500 Units of the Company were issued under the Offering at \$0.35 per Unit.

The Company intends to use the net proceeds of the Offering for general working capital purposes.

In connection with the Offering, the Company paid finder's fees totaling \$15,382.50 in cash and issued 43,950 broker warrants, with each warrant entitling the holder to acquire one (1) Common Share of the Company at the price of \$0.60 over a period of 12 months from the closing date.

6. Reliance on Subsection 7.1(2) of National Instrument 51-102

Not Applicable.

7. Omitted Information

Not Applicable.

8. **Executive Officer**

The name and business number of the executive officer of the Company who is knowledgeable about the material change and this report is:

Joseph Meehan, Chief Executive Officer
1-604-733-1514
info@centrcorp.com

9. **Date of Report**

October 6, 2020