

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

GreenSpace Brands Inc. (the "Corporation")
176 St. George Street
Toronto, Ontario
M5R 2M7

Item 2. Date of Material Change

March 31, 2021

Item 3. News Release

A news release with respect to the material change referred to in this report was issued by the Corporation on March 31, 2021 through Cision and filed on the system for electronic document analysis and retrieval ("**SEDAR**") at www.sedar.com under the Corporation's profile.

Item 4. Summary of Material Change

The Corporation's board of directors ("**Board**") appointed Shawn R. Warren as the Corporation's new Chief Executive Officer, effective April 5, 2021.

Item 5. Full Description of Material Change

Item 5.1 Full Description of Material Change

The Board appointed Shawn R. Warren as the Corporation's new Chief Executive Officer, effective April 5, 2021. Mr. Warren will succeed Paul Henderson, the Corporation's Interim Chief Executive Officer. Mr. Henderson will continue to serve as the Executive Chairman to the Corporation until April 12, 2021 at which time he will resign but will continue to serve as the chair of the Board.

Item 5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7. Omitted Information

N/A

Item 8. Executive Officer

For further information, please contact Jan Faryaszewski, CFO, GreenSpace Brands Inc., Phone: 1-416-934-503,

Item 9. Date of Report

April 6, 2021