PLUS PRODUCTS INC.

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Plus Products Inc. ("**PLUS**" or the "**Company**")
Suite 2900 – Bentall 5
550 Burrard Street
Vancouver, British Columbia V6C 2B5

Item 2. Date of Material Change

June 30, 2020

Item 3. News Release

A news release was disseminated via Global Newswire and filed on SEDAR on June 09, 2020.

Item 4. Summary of Material Change

On June 09, 2020, the Company announced that Jon Paul, the Company's Chief Financial Officer, would be retiring at the end of June 2020 and that Nate Pearson, the Company's Vice President of Finance, would be Mr. Paul's successor.

Item 5. Full Description of Material Change

On June 09, 2020, the Company announced that Mr. Paul would be retiring at the end of June 2020 from his position as the Company's Chief Financial Officer and that Mr. Pearson, the Company's Vice President of Finance at the time, would be officially appointed as the Company's Chief Financial Officer on or around July 1, 2020.

Mr. Paul has since retired from his role as Chief Financial Officer of the Company, but will be continuing in an advisory role to ensure a smooth transition to Mr. Pearson. Mr. Pearson was officially appointed as Chief Financial Officer of the Company on June 30, 2020.

Forward-Looking Statements:

This press release includes statements containing certain "forward-looking information" within the meaning of applicable securities law (each, a "forward-looking statement"). Forward-looking statements are frequently characterized by words such as "plan", "continue", "expect", "project", "intend", "believe", "anticipate", "estimate", "may", "will", "potential", "proposed" and other similar words, or statements that certain events or conditions "may" or "will" occur and include, but are not limited to, statements relating to: the retirement of Mr. Paul and subsequent appointment of Mr. Pearson, the extent to which, if at all, Mr. Paul's continued role as an advisor will lead to a smooth transition, and the extent to which, if at all, the Company will be successful due to the financial infrastructure Mr. Paul has helped build.

These forward-looking statements are only predictions. Various assumptions were used in drawing the conclusions or making the projections contained in the forward-looking statements throughout this press release. Forward-looking statements are based on the opinions and estimates of management at the date the statements are made and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward-looking statements. These risks include, but are not limited to, the success of the Company’s investments, the ability to retain key personnel, the ability to continue investing in infrastructure to support growth, the ability to obtain financing on acceptable terms, the continued quality of the Company’s products, customer experience and retention, the continued development of adult-use sales channels, managements estimation of consumer demand in jurisdictions where the Company exports, expectations of future results and expenses, the availability of additional capital to complete capital projects and facilities improvements, the ability to expand and maintain distribution capabilities, the impact of competition, the ability of the Company to implement initiatives and the possibility for changes in laws, rules, and regulations in the industry. The Company is under no obligation, and expressly disclaims any intention or obligation, to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as expressly required by applicable law.

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

Not applicable.

Item 7. Omitted Information

Not applicable.

Item 8. Executive Officer

Name of Executive Officer:	Jacob Heimark Chief Executive Officer
Telephone number:	1-213-282-6987

Item 9. Date of Report

July 6, 2020