

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 - Name and Address of Company:

Cansortium Inc.
82 NE 26th Street, Unit 110
Miami, Florida 33137

Item 2 - Date of Material Change:

March 21, 2019

Item 3 - News Release:

The news release attached hereto as Schedule "A" was disseminated over Newsfile on March 21, 2019.

Item 4 - Summary of Material Change:

Cansortium Inc. (the "Corporation") announced that it completed its initial public offering and would begin trading on the Canadian Securities Exchange.

Item 5.1 - Full Description of Material Change:

For a full description of the material change, please refer to the press release of the Corporation dated March 21, 2019 attached hereto as Schedule "A".

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:

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

Jeffrey Reath
Corporate Secretary and Executive Vice-President
Tel: 506-871-6135

Item 9 - Date of Report

March 27, 2019

Schedule “A”

See attached.



CANSORTIUM COMPLETES INITIAL PUBLIC OFFERING

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Miami, Florida, March 21, 2019 – Cansortium Inc. (“**Cansortium**” or the “**Company**”) (CSE:TIUM.U) is pleased to announce the closing today of its initial public offering of units (“**Units**”) at a price of US\$2.00 per Unit (the “**Offering Price**”), with each Unit consisting of one common share (“**Common Share**”) and one-half of one warrant (each whole warrant, a “**Warrant**”). The Common Shares will commence trading on March 22, 2019 on the Canadian Securities Exchange under the symbol “TIUM.U” and the Warrants under the symbol “TIUM.U.WT”. Each Warrant will entitle the holder to purchase one additional Common Share of the Company at a price of US\$2.40 at any time for a period of 24 months from the closing date.

The Units were offered for sale by Paradigm Capital Inc. and Canaccord Genuity Corp. (together with Paradigm Capital Inc., the “**Agents**”). The Agents exercised a portion of their over-allotment option granted by the Company to purchase an additional 536,100 Units at the Offering Price, such that the total aggregate proceeds from the Offering were US\$53,072,200.

The Company also completed a concurrent non-brokered private placement (the “**Private Placement**”) of 1,552,899 Units at the Offering Price for aggregate gross proceeds of US\$3,105,798.

The net proceeds of the offering will be used for continued expansion of the Company’s medical cannabis operations in Florida, Puerto Rico, Texas, Pennsylvania, Michigan, Colombia and Canada, for repayment of debt and for general working capital purposes.

“We are excited to share this milestone with our employees and investors who have supported our vision to become a leading medical cannabis company,” said **CEO Jose Hidalgo**. “We are a patient-centric company, investing heavily in developing top-quality medicine and implementing cutting-edge research, while providing our customers with unparalleled care at our state-of-the-art dispensaries. We are focused on the rapid deployment of our retail operations in our home state of Florida as well as further development of the other markets in our portfolio. Our track record of achievement in every market where we operate positions us strongly for success on the Canadian Securities Exchange.”

No securities regulatory authority has either approved or disapproved of the contents of this news release. Neither the Common Shares nor the Warrants have been and nor will they be registered under the United States Securities Act of 1933, as amended (the “**U.S. Securities Act**”) or any state securities laws. Accordingly, the Common Shares and the Warrants may not be offered or sold within the United States unless registered under the U.S. Securities Act and applicable state

securities laws or pursuant to exemptions from the registration requirements of the U.S. Securities Act and applicable state securities laws. This news release does not constitute an offer to sell or a solicitation of an offer to buy any securities of Consortium in any jurisdiction in which such offer, solicitation or sale would be unlawful.

ABOUT CONSORTIUM

Consortium Inc. is a global medical cannabis company operating in highly populous markets with a mission to deliver the highest standards of cannabis care from nursery to lab to shelf. Headquartered in Miami, FL and operating under the brand Knox Medical, the Company through its subsidiaries operates 4 cultivation facilities and 11 dispensaries across Florida, Texas, Puerto Rico and Pennsylvania, with licensing pending in Michigan and Canada. The Company also has a licensed cultivation facility in Colombia. For more information, please visit www.consortium.com.

For further information, contact:

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Executive Vice-President, Finance and Investor Relations
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Forward-Looking Information

Certain information in this news release, may constitute forward-looking information. In some cases, but not necessarily in all cases, forward-looking information can be identified by the use of forward-looking terminology such as “plans”, “targets”, “expects” or “does not expect”, “is expected”, “an opportunity exists”, “is positioned”, “estimates”, “intends”, “assumes”, “anticipates” or “does not anticipate” or “believes”, or variations of such words and phrases or state that certain actions, events or results “may”, “could”, “would”, “might”, “will” or “will be taken”, “occur” or “be achieved”. In addition, any statements that refer to expectations, projections or other characterizations of future events or circumstances contain forward-looking information. Statements containing forward-looking information are not historical facts but instead represent management’s expectations, estimates and projections regarding future events.

Forward-looking information is necessarily based on a number of opinions, assumptions and estimates that, while considered reasonable by the Company as of the date of this news release, are subject to known and unknown risks, uncertainties, assumptions and other factors that may cause the actual results, level of activity, performance or achievements to be materially different from those expressed or implied by such forward-looking information, including but not limited to the factors described in greater detail in the “Risk Factors” section of the final prospectus of the Company available at www.sedar.com. These factors are not intended to represent a complete list of the factors that could affect the Company; however, these factors should be considered carefully.

There can be no assurance that such estimates and assumptions will prove to be correct. The forward-looking statements contained in this news release are made as of the date of this news release, and the Company expressly disclaims any obligation to update or alter statements containing any forward-looking information, or the factors or assumptions underlying them, whether as a result of new information, future events or otherwise, except as required by law.