

**FORM 51-102F3
MATERIAL CHANGE REPORT
UNDER NATIONAL INSTRUMENT 51-102**

Item 1 Name and Address of Company

Abattis Bioceuticals Corp. (the "Issuer")
104 - 9295 198th Street,
Langley, B.C., V1M 3J9

Item 2 Date of Material Change

November 21, 2016

Item 3 News Release

A news release was disseminated on November 21, 2016 through the facilities of NewsFile and subsequently filed on SEDAR.

Item 4 Summary of Material Change

On November 21, 2016 - Abattis Bioceuticals Corp. (the "**Company**" or "**Abattis**") (OTCQB: ATTFB) (CSE: ATT), announced that it intended to issue 1,354,149 Units to a consultant of the Company in satisfaction of sums owed; each unit costed of one common share and one common share purchase warrant. The warrants have an 18-month term and are exercisable at \$0.16/common share. The shares were purchased under an exemption from prospectus requirements contained in s. 2.24 of NI 45-106 provided to employees, officers, directors and consultants of an Issuer. The Company announced that it intended to issue 100,000 common shares as compensation for services to consultants, directors and employees of the Company for the month ended October 31, 2016, no legend was required on any of the issued shares

Item 5 Full Description of Material Change

On November 21, 2016 - Abattis Bioceuticals Corp., announces that it intended to issue 1,354,149 Units to a consultant of the Company in satisfaction of sums owed; each unit costed of one common share and one common share purchase warrant. The warrants have an 18-month term and are exercisable at \$0.16/common share. The shares were purchased under an exemption from prospectus requirements contained in s. 2.24 of NI 45-106 provided to employees, officers, directors and consultants of an Issuer.

Lastly, the Company announced that it intended to issue 100,000 common shares as compensation for services to consultants, directors and employees of the Company for the month ended October 31, 2016, no legend was required on any of the issued shares.

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

Rene David
CFO
Abattis Bioceuticals Corp.
Tel: 604.336.0881

Item 9 Date of Report

November 28, 2016

Cautionary Note Regarding Forward Looking Statements

This material change report contains certain forward-looking statements about the Company's future plans and intentions, including statements relating to the Company's intention to implement changes across its business to achieve growth. Wherever possible, words such as "may", "will", "should", "could", "expect", "plan", "intend", "anticipate", "believe", "estimate", "predict", "scheduled" or "potential" or the negative or other variations of these words, or similar words or phrases, have been used to identify these forward-looking statements. These statements reflect Management's current beliefs and are based on information currently available to management as at the date hereof.

Forward-looking statements involve significant risk, uncertainties and assumptions. Many factors could cause actual results, performance or achievements to differ materially from the results discussed or implied in the forward-looking statements. These factors should be considered carefully and readers should not place undue reliance on the forward looking statements. Although the forward-looking statements contained in this press release are based upon what management believes to be reasonable assumptions, the Company cannot assure readers that actual results will be consistent with these forward-looking statements. These forward-looking statements are made as of the date of this press release, and the Company assumes no obligation to update or revise them to reflect new events or circumstances, except as required by law.