

**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

February 3, 2017

Item 3 News Release

A news release was disseminated on February 3, 2017 through the facilities of NewsFile and subsequently filed on SEDAR.

Item 4 Summary of Material Change

On February 3, 2017 – Abattis Bioceuticals Corp., ("ATT" or the "Company") (OTCQB: ATTFB) (CSE: ATT) announced that it is completing work on its audit and has been working with its auditor to complete the process in order to have it ready to file as soon as possible. It is anticipated that this delay will result in a temporary issuer cease trade order which Abattis shall seek to remove as soon as the audited financial statements are filed.

Item 5 Full Description of Material Change

On February 3, 2017 – Abattis Bioceuticals Corp., ("ATT" or the "Company") (OTCQB: ATTFB) (CSE: ATT) announced that it is completing work on its audit and has been working with its auditor to complete the process in order to have it ready to file as soon as possible. It is anticipate that this delay will result in a temporary issuer cease trade order which Abattis shall seek to remove as soon as the audited financial statements are filed.

Despite this delay, the Company has raised enough capital to complete the installation of equipment in the Langley Health Canada Testing Facility which is expected to be open for business in Spring 2017. In addition, Abattis continues, through its subsidiary, Vergence Sales and Marketing to make inroads into the sales of our functional foods and Green Nature's dried fruit product line in Asia. Recently, the Company shipped samples of its VitaminGum licensed product to Korea for introduction to the market in South Korea through its Letter of Intent with Global Damon Pharma (GDP). Abattis expects to achieve revenues in 2017 through product sales and lab services.

Abattis is working diligently to move the process forward. We thank our shareholders for their patience and support.

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

February 9, 2017

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.