

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Highmark Marketing Inc. (“the **Issuer**”)
Suite 800, 1199 West Hastings Street
Vancouver, BC V6E 3T5

Item 2: Date of Material Change

October 20, 2015

Item 3: News Release

A news release was issued and disseminated on October 20, 2015 and filed on SEDAR (www.sedar.com) and the Canadian Securities Exchange (the “**CSE**”). A copy of the news release is attached as Schedule “A” hereto.

Item 4: Summary of Material Change

The Issuer announced that it closed the share purchase agreement with Blue Moon Advertising Inc. (“**Blue Moon**”) and BCBud Producers Inc. (“**BCBud**”) entered into on October 9, 2015.

Item 5: Full Description of Material Change

Please see the attached Schedule “A”.

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

Not applicable.

Item 7: Omitted Information

None.

Item 8: Executive Officer

Marc Branson, Chief Executive Officer
Telephone: 604.283.1722

Item 9: Date of Report

October 21, 2015

Schedule "A"

**NOT FOR DISTRIBUTION TO U.S. NEWSWIRE SERVICES OR FOR DISSEMINATION
IN THE UNITED STATES.**



HIGHMARK
MARKETING

Suite 800 – 1199 West Hastings Street, Vancouver V6E 3T5

HIGHMARK CLOSES AGREEMENT FOR SALE OF MAJORITY OWNERSHIP IN BCBUD

VANCOUVER, CANADA--(October 20, 2015) - Highmark Marketing Inc. (CSE:HMK), (OTCBB:HMKTF), (Frankfurt: 1HM) ("**Highmark**") is pleased to announce that it has closed the share purchase agreement with Blue Moon Advertising Inc. ("**Blue Moon**") and BCBud Producers Inc. ("**BCBud**") entered into on October 9, 2015. Pursuant to the agreement Highmark cancelled 9,000,000 previously issued shares to Blue Moon as consideration for the sale of 90% of Highmark's interest in BCBud to Blue Moon. Highmark received a pre-emptive right to maintain its 10% interest in BCBud during any future distribution of BCBud securities.

BCBud has submitted, and continues to pursue, an application to Health Canada to become a licensed producer of marijuana under the Marihuana for Medical Purposes Regulations.

About Highmark

Highmark is a nutraceutical company, based in British Columbia, focused on bringing the health benefits of natural and herbal remedies to the market. Highmark intends to license, distribute and market products in the nutraceutical industry. Highmark also targets strategic acquisitions of high growth companies in emerging industries.

Further information about Highmark is available under its profile on the SEDAR website www.sedar.com and on the CSE website <http://thecse.ca/CNSX/Securities/Life-Sciences/Highmark-Marketing-Inc.aspx>

For further information on Highmark, please contact:

Marc Branson

Chief Executive Officer
Highmark Marketing Inc.
Telephone: 778.279.2555
Email: info@highmarkcorp.ca

The CSE has not reviewed, nor approved or disapproved the content of this press release.

Forward-Looking Information:

This press release may include forward-looking information within the meaning of Canadian securities legislation, concerning the business of Highmark. Forward-looking information is based on certain key expectations and assumptions made by the management of Highmark, including future plans for acquisitions. Although Highmark believes that the expectations and assumptions on which such forward-looking information is based are reasonable, undue reliance should not be placed on the forward-looking information because Highmark can give no assurance that they will prove to be correct. Forward-looking statements contained in this press release are made as of the date of this press release. Highmark disclaims any intent or obligation to update publicly any forward-looking information, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws.

This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities described herein in the United States. The securities described herein have not been and will not be registered under the *United States Securities Act of 1933*, as amended, or any applicable securities laws or any state of the United States and may not be offered or sold in the United States or to the account or benefit of a person in the United States absent an exemption from the registration requirements.