

## FORM 51-102F3

### MATERIAL CHANGE REPORT

**Item 1. Name and Address of Company**

Avicanna Inc. (the “**Company**”)  
480 University Av. Suite 1502  
Toronto, Ontario, Canada  
M5G 1V2

**Item 2. Date of Material Change**

July 16, 2025.

**Item 3. News Release**

Press release issued by the Company on July 16, 2025, in respect to the material change referred to in this report via a Canadian news wire service, a copy of which has been filed via SEDAR.

**Item 4. Summary of Material Change**

The Company announced that it has closed a non-brokered private placement offering of 4,000,000 units of the Company (“**Units**”) at a price of \$0.25 per Unit for aggregate gross proceeds of \$1,000,000 (“**Offering**”).

**Item 5. Full Description of Material Change**

Avicanna Inc. (“**Avicanna**” or “**Company**”) (TSX: AVCN) (OTCQX: AVCNF) (FSE: 0NN) a biopharmaceutical company focused on the development, manufacturing, and commercialization of plant-derived cannabinoid-based products is pleased to announce that it has closed a non-brokered private placement offering of 4,000,000 units of the Company (“**Units**”) at a price of \$0.25 per Unit for aggregate gross proceeds of \$1,000,000 (“**Offering**”). Each Unit is comprised of one common share in the capital of the Company (each, a “Unit Share”) and one-half of one (0.5) common share purchase warrant of the Company (each whole warrant, a “**Warrant**”); and, each Warrant shall entitle the holder thereof to acquire one (1) common share in the capital of the Company at an exercise price of \$0.30 per share, subject to adjustment in certain events, until July 16, 2028.

The Company intends to use the proceeds from the Offering for general working capital purposes, general and administrative expenses, expenditures related to production and manufacturing, and research and clinical development.

The Unit Shares and Warrants, and any securities issuable upon conversion or exercise thereof, are subject to a four-month hold period under applicable securities laws in Canada. The Offering is subject to certain conditions including, but not

limited to, the receipt of all necessary approvals, including the approval of the Toronto Stock Exchange.

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

Not Applicable.

**Item 7. Omitted Information**

No information has been omitted from this material change report.

**Item 8. Executive Officer**

Phillip Cardella  
Chief Financial Officer  
Tel: 647-243-5283

E-mail: [info@avicnna.com](mailto:info@avicnna.com)

**Item 9. Date of Report**

July 22, 2025