

**FORM 51-102F3
MATERIAL CHANGE REPORT**

ITEM 1. NAME AND ADDRESS OF COMPANY

Cult Food Science Corp. (the "**Company**")
82 Richmond St. E.
Toronto, ON, M5C 1P1, Canada

ITEM 2. DATE OF MATERIAL CHANGE

March 6, 2025

ITEM 3. NEWS RELEASE

Issued on March 6, 2025, was distributed via the NewsWire.ca and subsequently filed on the System for Electronic Document Analysis and Retrieval (SEDAR+) at www.sedarplus.ca.

ITEM 4. SUMMARY OF MATERIAL CHANGE

On March 6, 2025, the Company announced it closed the previously announced debt settlement agreements to settle outstanding debts owed to creditors totaling \$149,850. Pursuant to the Settlement Agreements, the Company issued an aggregate of 2,997,000 Shares at a deemed price of \$0.05 per Share.

ITEM 5.1 FULL DESCRIPTION OF MATERIAL CHANGE

Please see attached news release.

ITEM 5.2 DISCLOSURE FOR RESTRUCTURING TRANSACTION

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

Contact: Mitchell Scott, Chief Executive Officer
Telephone: + 1 (888) 733 - 8581

ITEM 9. DATE OF REPORT

March 6, 2025



NEWS RELEASE

CULT Food Science Closes Debt Settlements

Toronto, Ontario, March 6, 2025 / NewsWire / CULT Food Science Corp. (“CULT” or the “Company”) (CSE: CULT) (OTC: CULTF) (FRA: LN00), a disruptive food technology platform pioneering the commercialization of lab-grown meat and cellular agriculture to reshape the global food industry, announces it has closed the previously announced debt settlement agreements (the “Settlement Agreements”) to settle outstanding debts owed to creditors (the “Creditors”) totaling \$149,850 (the “Debt Settlement”). Pursuant to the Settlement Agreements, the Company issued an aggregate of 2,997,000 Shares at a deemed price of \$0.05 per Share. 1,017,000 of the Shares issued pursuant to the Debt Settlement are subject to a four month and one day hold period, pursuant to National Instrument 45-105 – Prospectus Exemptions. 1,980,000 of the Shares issued pursuant to the Debt Settlement are not subject to a hold period, pursuant to Ontario Securities Commission Rule 72-503 – Distributions Outside Canada.

The board of directors of the Company determined that it is in the best interests of the Company to complete the Debt Settlement in order to preserve the Company's cash for working capital.

About CULT Food Science

CULT Food Science is a disruptive food technology platform pioneering the commercialization of lab grown meat and cellular agriculture to reshape the global food industry. CULT's robust portfolio of investments in cutting-edge, venture-backed cellular agriculture and lab-grown meat companies provides widespread investor access to the future of food. Backed by a team of experts with extensive experience in food technology and launching consumer food products, CULT is committed to being at the forefront of the food revolution.

Additional information can be found by viewing the Company's website at www.cultfoodscience.com or its regulatory filings on www.sedarplus.ca.

On behalf of the Board of Directors of the Company,

CULT FOOD SCIENCE CORP.

"Mitchell Scott"

Mitchell Scott, Chief Executive Officer

For further information about CULT Food Science Corp.:

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Web: CULTFoodScience.com

Twitter: [@CULTFoodScience](https://twitter.com/CULTFoodScience)

Forward-Looking Information:

Information set forth in this news release may involve forward-looking statements. Forward-looking statements are statements that relate to future, not past, events. In this context, forward-looking statements often address a company's expected future business and financial performance, and often contain words such as "anticipate", "believe", "plan", "estimate", "expect", and "intend", statements that an action or event "may", "might", "could", "should", or "will" be taken or occur, or other similar expressions. By their nature, forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause our actual results, performance or achievements, or other future events, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Forward-looking statements are made based on management's beliefs, estimates and opinions on the date that statements are made and except as required by law, the Company undertakes no obligation to update forward-looking statements if these beliefs, estimates and opinions or other circumstances should change. Investors are cautioned against attributing undue certainty to forward-looking statements. For further information on risk, investors are advised to see the Company's MD&A and other disclosure filings with the regulators which are found at www.sedarplus.ca.

SOURCE: CULT Food Science Corp.