

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

Item 1 Name and Address of Company

Phyto Extractions Inc. (the “**Company**”)
5451 – 275 Street
Langley, BC V4W 3X8

Item 2 Date of Material Change

May 10, 2021

Item 3 News Release

The news release was issued and disseminated via Accesswire on May 10, 2021 and filed on SEDAR at www.sedar.com.

Item 4 Summary of Material Change

The Company announced the appointment of Michael Forbes as Chief Executive Officer and a director of the Company, and the appointment of Donald Dinsmore as an additional director of the Company to fill the casual vacancy created by the prior resignation of Blaine Bailey.

Item 5 Full Description of Material Change

Effective April 29, 2021, Michael Forbes was appointed Chief Executive Officer and a director of the Company and David Dinsmore was appointed a director of the Company.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

None.

Item 8 Executive Officer

Stephen Brohman, Chief Financial Officer
Telephone: (778) 715-5011

Item 9 Date of Report

May 10, 2021