



CSE: MOOO
OTCQB: MOOOF
FWB: 015, WKN: A3DNBE

NEWS RELEASE

bettermoo(d) Food Updates Corporate Disclosure

Vancouver, British Columbia, Canada – October 20, 2022 – **bettermoo(d) Food Corporation** (CSE: **MOOO**), (OTCQB: **MOOOF**), (Frankfurt: **015**, WKN: **A2QK6P**) (the “**Company**” or “**bettermoo(d) Food**”), an innovative beverage company focused on delivering high quality beverages through both online and local market retailers, provides the following update resulting from a review of its corporate disclosure.

bettermoo(d) Holdings Corp.

On November 12, 2021, the Company acquired all of the outstanding share capital of bettermoo(d) Holdings Corp. (“**bettermoo(d) Holdings**”), a privately-held company involved in the development and marketing of dairy replacement products. At the time of the acquisition, bettermoo(d) Holdings was party to a royalty agreement (the “**Royalty Agreement**”) entered into with the shareholders of bettermoo(d) Holdings, Ascent Marketing Ltd. and Green Times Consulting Ltd. (the “**Royalty Holders**”).

Pursuant to the Royalty Agreement, the Royalty Holders are entitled to receive a royalty equivalent to one-percent of the gross revenue generated by bettermoo(d) Holdings. The Royalty Agreement does not permit the Royalty Holders to have any involvement or oversight in the operations of bettermoo(d) Holdings, nor does it obligate bettermoo(d) Holdings to develop or operate its business in any particular manner.

The Company is advised that the Royalty Agreement was entered into by bettermoo(d) Holdings at the time in order to ensure that the shareholders of bettermoo(d) Holdings were able to preserve a direct economic interest in the business of bettermoo(d) Holdings in the event of a future sale. As bettermoo(d) Holdings has not yet generated revenue from operations, no amounts have been paid pursuant to the Royalty Agreement as of the date of this news release. The Royalty Holders are permitted to assign their rights and entitlements pursuant to third-parties pursuant to the Royalty Agreement, however bettermoo(d) Holdings cannot assign its obligations without the prior approval of the Royalty Holders.

At the time of the acquisition by the Company, Ascent Marketing Ltd. held 2,600,000 common shares and 3,300,000 share purchase warrants of bettermoo(d) Holdings and Green Times Consulting Ltd. held 2,600,000 common shares and 5,000,000 share purchase warrants. In the case of Ascent Marketing Ltd., this ownership represented 28.9% of the outstanding common shares and 33.0% of the outstanding share purchase warrants of bettermoo(d) Holdings, and in the case of Green Times Consulting Ltd., this ownership represented 28.9% of the outstanding common shares and 50.0% of the outstanding share purchase warrants. In connection with the acquisition, each of Ascent Marketing Ltd. and Green Times Consulting Ltd. were entitled to receive an equivalent number of common shares and share purchase warrants of the Company in consideration for their interest in bettermoo(d) Holdings.

Previous disclosure issued by the Company in connection with the acquisition of bettermoo(d) Holdings indicated that the Company was at arms-length from bettermoo(d) Holdings. The Company notes that Joel Shacker, a director of the Company, originally arranged for the incorporation of bettermoo(d)

Holdings. Mr. Shacker did not hold any position with bettermoo(d) Holdings, nor was he a shareholder of bettermoo(d) Holdings, at the time of its acquisition by the Company.

Management's Discussion & Analysis

The Company notes that management's discussion & analysis for the year-ended December 31, 2021 and the three-month period ended March 31, 2022, include reference to ownership of patents pertaining to the production of Moodrink, a plant-based dairy alternative beverage. At this time, there are no patents pertaining to the production of Moodrink nor are any patent rights necessary for the intended production of Moodrink.

During the year-ended December 31, 2021, the Company incurred a one-time transaction expense in the amount of \$24,490,474 related to the acquisition of bettermoo(d) Holdings. This was a non-cash expense arising from the difference between the fair value of the equity consideration paid by the Company to acquire bettermoo(d) Holdings and the measurable fair value of the assets held by bettermoo(d) Holdings at the time.

During the year-ended December 31, 2021, the Company incurred advertising and marketing expenses of \$1,018,171 (four-months ended December 31, 2020: \$15,275; year-end August 31, 2022: \$804,484). Advertising and marketing expenses increased during this period as a result of the Company engaging third-party consultants to provide marketing services over a twelve-month period.

During the year-ended December 31, 2021, the Company incurred expenses of \$467,557 (four-months ended December 31, 2020: \$NIL; year-end August 31, 2022: \$NIL) for consulting fees and \$163,983 (four-months ended December 31, 2020: \$101,225; year-end August 31, 2022: \$578,291) for wages and benefits. The changes in the expenses incurred relate primarily to a shift by the Company in the payment of executives from an employee payroll to consulting fees, as well as the engagement of additional consultants to provide business advisory and investor relations services to assist in the further development of branding and the business plan for the Company.

ON BEHALF OF THE BOARD of DIRECTORS

Steve Pear

Chief Executive Officer and Director

bettermoo(d) Food Corporation

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The CSE does not accept responsibility for the adequacy or accuracy of this release.

This news release may contain certain forward-looking statements and forward looking information (collectively, "Forward-Looking Statements") within the meaning of the applicable Canadian and U.S. securities laws, including the United States *Private Securities Litigation Reform Act of 1995*. All statements, other than statements of historical fact, included herein including, without limitation, statements with respect to the ongoing development and integration of Bella's, are forward-looking statements. When or if used in this news release, the words "anticipate", "believe", "estimate", "expect",

“target, “plan”, “forecast”, “may”, “schedule” and similar words or expressions identify forward-looking statements or information. Such statements represent the Company's current views with respect to future events and are necessarily based upon a number of assumptions and estimates that, while considered reasonable by the Company, are inherently subject to significant business, economic, competitive, political and social risks, contingencies and uncertainties. Many factors, both known and unknown, could cause results, performance, or achievements to be materially different from the results, performance or achievements that are or may be expressed or implied by such forward-looking statements. The Company does not intend, and does not assume any obligation, to update these forward-looking statements or information to reflect changes in assumptions or changes in circumstances or any other events affecting such statements and information other than as required by applicable laws, rules and regulations.