

FORM 51-102F3

MATERIAL CHANGE REPORT

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

**BIOHARVEST SCIENCES INC.**

Suite 1140 – 625 Howe Street  
Vancouver, BC, V6C 2T6

(the “Company”)

**Item 2. Date of Material Change**

March 28, 2024

**Item 3. News Release**

The news release was issued on April 3, 2024, disseminated by Stockwatch. and filed on [www.sedarplus.ca](http://www.sedarplus.ca).

**Item 4. Summary of Material Change**

The Company announced an early conversion of convertible debt notes, associated with the convertible debt financing rounds completed on October 2022, November 2022, July 2023, October 2023 and December 2023.

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

The Company announced an early conversion of convertible debt notes, associated with the convertible debt financing rounds completed on October 2022, November 2022, July 2023, October 2023 and December 2023.

BioHarvest reported that a total of **CAD \$16,742,435.22** (principal loans plus accrued interest) has been converted into 73,268,708 common shares. As part of the term of 2023 convertible loans, the Company issued 39,775,554 “Early Exercise” warrants exercisable to purchase an additional common shares at CAD \$0.30 for early conversion. 34,563,008 “Early Exercise” warrants will expire on October 30, 2025, and 5,212,546 will expire on December 22, 2025.

Further details are set out in the Company’s news release dated April 3, 2024, which is filed under the Company’s SEDAR+ profile at [www.sedarplus.ca](http://www.sedarplus.ca).

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

Not applicable.

**Item 7. Omitted Information**

None.

**Item 8. Executive Officer**

**David K. Ryan**  
604 622-1187

**Item 9. Date of Report**

April 3, 2024