

**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**

April 18, 2024

**Item 3. News Release**

The news release was issued on April 18, 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.

**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 in October 2022, November 2022 and July, October and December 2023.

The Company reported that a total of CAD \$5,675,059.91 (principal loans plus accrued interest) has been converted into 22,826,132 common shares. As part of the term of October and December 2023 convertible loans, the Company issued 3,090,284 "Early Exercise" warrants at a warrant exercise price of US \$0.222 for early conversion. 2,917,987 "Early Exercise" warrants will expire on October 30, 2025, and 172,297 will expire on December 22, 2025.

Terms of the Convertible Notes:

For the terms of the convertible notes, please refer to news releases issued in October and November, 2022, in July, 2023, and in October and December, 2023.

**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 18, 2024