

Form 51-102F3 Material Change Report

Item 1: Name and Address of Company

Better Plant Sciences Inc. (the “**Issuer**”)
Suite 200 – 1238 Homer Street
Vancouver, BC V6B 2Y5

Item 2: Date of Material Change

October 9, 2020

Item 3: News Release

A news release was issued and disseminated on October 14, 2020 via www.baystreet.com and www.stockwatch.com and filed on SEDAR at www.sedar.com.

Item 4: Summary of Material Change

On October 9, 2020, the Issuer completed the acquisition of assets of Jusu Bars Inc., Jusu Body Inc. and Jusu CBD Inc. in an all stock deal for \$2,225,000. The Issuer also appointed Bruce Wayne Mullen to the Board of Directors and announced the resignation of Penny White from her role as a Director of the Issuer. Penny White continues to act as President and CEO of the Issuer.

Item 5: Full Description of Material Change

Please see the news release attached hereto as Schedule “A”.

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

Not applicable.

Item 7: Omitted Information

None.

Item 8: Executive Officer

Penny White
CEO and President
Telephone: (833) 514-2677

Item 9: Date of Report

October 19, 2020

Schedule "A"

Attached.

Better Plant Sciences Completes Acquisition of Jusu

Vancouver, British Columbia--(Newsfile Corp. - October 14, 2020) - Better Plant Sciences Inc. (CSE: PLNT) (OTCQB: VEGGF) (FSE: YG3) ("Better Plant") or (the "Company") is pleased to announce the completion of its acquisition of Jusu, a Canadian health, wellness and lifestyle brand that focuses on premium plant-based products. The acquisition consisted of the purchase of assets of Jusu Bars Inc., Jusu Body Inc. and Jusu CBD Inc. in an all stock deal for \$2,225,000. Better Plant now carries on these businesses through its wholly owned subsidiary Jusu Wellness Inc. These assets are in addition to the Better Plant owned wellness brands Urban Juve, Wright & Well and NeonMind. The combined business of Better Plant now has over 400 product formulas in its catalogue and over 150 different products currently for sale under various brands.



CSE:PLNT | OTCQB:VEGGF

Better Plant Sciences Completes Acquisition of Jusu

To view an enhanced version of this graphic, please visit:
https://orders.newsfilecorp.com/files/6377/65889_plnt.h2.jpg

"Jusu is an excellent addition to the Better Plant portfolio. We are focused on bringing the most innovative and premium plant-based products to market to help our customers optimize their health, and well-being," said Penny White, CEO of Better Plant. "Our plan is to grow the Jusu business, which is currently generating revenues of approximately \$60,000 per month, by optimizing sales through eCommerce channels, strengthening the brand and product offering, as well as expanding through a franchise model."

The purchased assets include all inventory, packaging, raw ingredients, and intellectual property related to JUSU's 300 plant-based products for the home, body and baby, as well as the eCommerce sites that sell Jusu products, customer lists, certain juice bar equipment, and all tangible assets relating to the Jusu Bar retail location in Cadboro Bay, Victoria.

The agreed purchase price for the acquisition was 22,000,000 units of Better Plant at a deemed price of \$0.10 per unit (after payment of \$25,000 for inventory on September 1, 2020), with each unit consisting of one common share and one warrant to purchase a common share at \$0.11 per share for two years. Of those units, 19,000,000 units were issued at closing on October 9, 2020. 3,000,000 units were held back as security to ensure that Jusu Body Inc. and Jusu Bars Inc. are discharged from certain general security registrations. The unit shares are subject to a stock restriction agreement restricting sale of the units for four months after the date of issuance, and after that no more than 30,000 shares per day. Better Plant agreed to pay a bonus of 2.5 million units upon reaching \$5 million in Jusu product sales within 3 years.

Pursuant to the acquisition, Better Plant will book revenues from all Jusu sales beginning October 9, 2020. The Jusu plant-based product sales for home, body and baby have historically been approximately \$40,000 per month, with a gross profit margin of approximately 60%, not including marketing or overhead. Direct to consumer juice sales have only recently launched and have had a profit margin of approximately 65%, although this is expected to decrease to 30% due to disruption in supply. Jusu Bars Inc. shall continue to operate the juice business for a period of 120 days for a fee of 5% of such revenues payable to Better Plant as an operator fee. Jusu Bars shall pay for operating expenses and bill them back to Better Plant on a monthly basis, but operating expenses and operator fees in aggregate may not exceed the net revenues each month. Better Plant did not assume any of the liabilities of Jusu outstanding at closing.

In connection with the acquisition, Bruce Mullen, the founder of Jusu, has joined the board of directors of Better Plant. Since 2014 Bruce Mullen has been active as the largest shareholder and the director and chief executive officer of the Jusu companies. Penny White has resigned as director of Better Plant but she continues as CEO & President of Better Plant and its subsidiary companies, including Jusu Wellness.

Prophecy Market Insights reported that the global vegan beauty products market is estimated to reach USD\$25.3 billion by 2029 with a CAGR of 5.9% between 2019 and 2029. Meticulous Research reported that the plant-based food market is expected to grow at a CAGR of 11.9% from 2020 to 2027 to reach USD\$74.2 billion by 2027.

All references to currency in this press release are in Canadian dollars unless otherwise noted.

About Jusu Wellness Inc.

Jusu Wellness Inc. is a wholly owned subsidiary of Better Plant and it owns and operates Jusu, a full spectrum wellness brand with a mission to enlighten consumers to the protective and effective properties of plant based products. Jusu is committed to making pure, organic, plant-based products for consumption, body and personal care. This includes one JUSU Bar location and brick-and-mortar juice bar franchise opportunities as well as an extensive direct-to-consumer product offering including cold-pressed juices, skin care and body products, aromatherapy and home cleaning lines. Jusu is fully dedicated to offering consumers healthier alternatives to currently available chemical-based skin care, edible, and beverage products.

About Better Plant Sciences Inc.

Better Plant develops and acquires intellectual property and other assets related to plant-based products and therapeutics. Through its integrated business model, Better Plant develops, manufactures, markets, sells and distributes plant-based products. It owns over 400 proprietary product formulas. It operates websites and sells through eCommerce, Amazon and through a retail store network over 150 plant based products for body, baby and home under the brands JUSU, Urban Juve and Wright & Well. Its majority-owned subsidiary NeonMind Biosciences Inc. is launching a line of coffees infused with health optimizing medicinal mushrooms including reishi, cordyceps, lion's mane and turkey tail mushrooms. NeonMind is also engaged in research into developing a psilocybin (psychedelic mushroom) based product for weight loss and has applied for Health Canada approval to begin preclinical trials to study its pending psychedelic medicine patents.

For more information about Better Plant, visit www.betterplantsciences.com or follow [@betterplantsciences](https://www.instagram.com/betterplantsciences) on Instagram.

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The Canadian Securities Exchange has not reviewed, approved or disapproved the contents of this news release.

Cautionary Statement Regarding Forward-Looking Statements

This press release includes forward-looking information and statements (collectively, "forward looking statements") under applicable Canadian securities legislation. Forward-looking statements are necessarily based upon a number of estimates, forecasts, beliefs and assumptions that, while considered reasonable, are subject to known and unknown risks, uncertainties, and other factors which may cause actual results and future events to differ materially from those expressed or implied by such forward-looking statements. Such risks, uncertainties and factors include, but are not limited to: risks related to the development, testing, licensing, brand development, availability of packaging, intellectual property protection, reduced global commerce and reduced access to raw materials and other supplies due to the spread of COVID-19, the potential for not acquiring any rights as a result of the patent application and any products making use of the intellectual property may be ineffective or the company may be unsuccessful in commercializing them; and other approvals will be required before commercial exploitation of the intellectual property can happen. Demand for the company's products, general business, economic, competitive, political and social uncertainties, delay or failure to receive board or regulatory approvals where applicable, and the state of the capital markets. Better cautions readers not to place undue reliance on forward-looking statements provided by Better, as such forward-looking statements are not a guarantee of future results or performance and actual results may differ materially. The forward-looking statements contained in this press release are made as of the date of this press release, and Better expressly disclaims any obligation to update or alter statements containing any forward-looking information, or the factors or assumptions underlying them, whether as a result of new information, future events or otherwise, except as required by law.



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