

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Reporting Issuer

EuroLife Brands Inc. (the “Company” or “EuroLife”)
804-750 West Pender Street
Vancouver, BC V6C 2T7

Item 2: Date of Material Change

December 4, 2020.

Item 3: News Release

A news release was issued and disseminated on December 3, 2020 and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

The Company announced effective date of name change and increase in private placement.

Item 5: Full Description of Material Change

The Company announced that it will commence trading under its new company name “Plant & Co. Brands Ltd.” and ticker symbol “VEGN” effective at the opening of trading on Friday, December 4, 2020.

The Company’s new CUSIP for its common shares is 72724R104 and ISIN is CA72724R1047.

EuroLife also announces that, further to its news release of December 2, 2020 and due to high demand, it has increased its non-brokered private placement (the “**Private Placement**”) to 18,500,000 units (the “**Units**”) at a price of \$0.20 per Unit to raise up to \$3,700,000 in gross proceeds.

Each Unit will consist of one common share (a “**Share**”) and one transferable common share purchase warrant (a “**Warrant**”) with each Warrant exercisable into Shares of the Company at a price of \$0.25 per Share for two (2) years from the date of closing of the Private Placement.

The Company intends to use the net proceeds from the Private Placement for merger and acquisition activities and opportunities and general working capital. All securities issued will be subject to a four-month hold period pursuant to securities laws in Canada. Finders’ fees may be payable to qualified parties.

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

For further information, please contact:

EuroLifeBrands.com
Contact: ir@eurolifebrands.com

Item 9: Date of Report

December 3, 2020.