

**Form 51-102F3  
Material Change Report**

**Item 1            Name and Address of Company**

**The Gummy Project Inc.**  
(the "Company")  
734 – 1055 Dunsmuir Street  
Vancouver, BC V7X 1B1

**Item 2 -            Date of Material Change**

November 4, 2022

**Item 3            News Release**

News releases were issued and disseminated on October 31, 2022 and November 3, 2022 and filed on SEDAR (www.sedar.com ) and with the CSE.

**Item 4            Summary of Material Change**

The Company consolidated all issued and outstanding common shares of the Company on the basis of one (1) post consolidation Common Share for every ten (10) existing Common Shares.

**Item 5            Full Description of Material Change**

The Company consolidated all issued and outstanding common shares of the Company on the basis of one (1) post consolidation Common Share for every ten (10) existing Common Shares.

Trading of the Common Shares on a post-Consolidation basis on the Canadian Securities Exchange (the "CSE") will commence on or about November 4, 2022. The Company's name and trading symbol will remain unchanged.

The 122,501,564 Common Shares currently issued and outstanding will be reduced to approximately 12,250,156 common shares. No fractional Shares will be issued, and any fractions of a Share will be rounded down to the nearest whole number of Shares. The exercise or conversion price and the number of Shares issuable under any of the Company's outstanding convertible securities will be proportionately adjusted upon Consolidation.

The new CUSIP and ISIN are: 40281F201 and CA40281F2017, respectively. The Company's Board of Directors approved this Consolidation, in accordance with the Company's Articles and the Business Corporations Act, (British Columbia), the Company's governing statute.

Outstanding stock options and share purchase warrants will also be adjusted by the Consolidation ratio and the respective exercise prices of outstanding options and share purchase warrants will be adjusted accordingly.

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

Not applicable.

**Item 7            Omitted Information**

Not applicable.

**Item 8****Executive Officer**

The following senior officer of the Company is knowledgeable about the material change and this report:

Charlie Lamb, President & CEO

Email: [investors@shopgummies.com](mailto:investors@shopgummies.com)

Phone: 236-317-2812

**Item 9 Date of Report**

Date: November 4, 2022