

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Eat & Beyond Global Holdings Inc. (“**Eat & Beyond**” the “**Company**”)
1060 - 1055 W Hastings Street
Vancouver, BC V6E 2E9

Item 2. Date of Material Change

August 2, 2023.

Item 3. News Release

News Release dated August 3, 2023 was disseminated via Globe Newswire and filed on SEDAR+ on August 3, 2023.

Item 4. Summary of Material Change

The Company has closed the acquisition of 50% of the issued and outstanding shares of Goldbloom Enterprises Inc.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The Company announced, further to its news release of June 21, 2023, that the Company has completed the acquisition of 50% of the issued and outstanding shares and 100% of the outstanding warrants in the capital of Goldbloom Enterprises Inc. (“**Goldbloom**”) pursuant to the terms and conditions of a securities exchange agreement dated June 20, 2023 and as amended on July 28, 2023 (the “**Definitive Agreement**”) among the Company, Goldbloom and the shareholders and warrant holders of Goldbloom, in exchange for securities of Eat & Beyond (the “**Transaction**”).

Transaction Terms

Pursuant to the terms of the Definitive Agreement and in consideration for 50% of the issued and shares and 100% warrants in the capital of Goldbloom, Eat & Beyond has issued an aggregate of 6,000,000 common shares of Eat & Beyond (the “**Payment Shares**”) to Goldbloom shareholders at a deemed price of \$0.10 per Payment Share and issued 6,000,000 common share purchase warrants (“**Replacement Warrants**”). Each Replacement Warrant permits the holder thereof to acquire one common share in the capital of Eat & Beyond (a “**Share**”) at \$0.10 per Share on or before November 22, 2024, the same expiry date of the

original warrant of Goldbloom surrendered for cancellation. There is no hold period for the Payment Shares or the Replacement Warrants pursuant to applicable securities laws.

The Transaction is an arms-length transaction and there is no change in management or the Board of Directors of Eat & Beyond.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7. Omitted Information

None.

Item 8. Executive Officers

The following senior officer of the Company is knowledgeable about the material change and this Material Change Report and may be contacted:

Young Bann, Chief Executive Officer
Telephone: (604) 416-4099

Item 9. Date of Report

DATED at Vancouver, BC, this 9th day of August, 2023.