

Form 51-102F3

Material Change Report

Item 1 Name and Address of Company

Goat Industries Ltd. (the “**Issuer**”)
810 – 789 West Pender Street
Vancouver, BC V6C 1H2

Item 2 Date of Material Change

April 27, 2023

Item 3 News Release

The news release was disseminated by Stockwatch and subsequently filed on SEDAR.

Item 4 Summary of Material Change

Shriram Bangalore resigned as the Issuer’s Chief Financial Officer (“CFO”).

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Issuer announced the resignation of Shriram Bangalore as the Issuer’s CFO, effective immediately. Following Mr. Bangalore’s resignation, Lawrence Hay, the Issuer’s Chief Executive Officer will assume the role of interim CFO while the Issuer searches for a suitable replacement.

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

Not applicable.

Item 8 Executive Officer

Lawrence Hay, CEO and Chairman
Business Telephone: 604-687-2038

Item 9 Date of Report

April 28, 2023