

BC FORM 51-102F3

Securities Act

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

Item 1. Reporting Issuer

Zoglo's Incredible Food Corp.
361 Connie Crescent
Concord, ON L4K 5R2

Item 2. Date of Material Change

February 23, 2022

Item 3. News Release

Issued on February 23, 2022 at Vancouver, BC, Canada.

Item 4. Summary of Material Change

Zoglo's Incredible Food Corp. announces the grant of 50,000 incentive stock options (the "Options") to a consultant of the Company.

Item 5. Full Description of Material Change

See attached press release.

Item 6. Reliance on Section 85(2) of the Act

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N/A

Item 7. Omitted Information

None

Item 8. Senior Officers

The following senior officers of the Issuer are knowledgeable about the material change and may be contacted by the Commission at the address and telephone number:

Anthony Morello
CEO
(604) 684-2181

Paul Del Duca
Director & Chairman
(604) 684-2181

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

Dated this 23rd Day of February, 2022

“Anthony Morello”

Anthony Morello

Name

CEO

Position / Title

Ontario, Canada

Place of Declaration

ZOGLO'S INCREDIBLE FOOD ENTERS INTO A CONSULTING AGREEMENT AND GRANTS OPTIONS

Toronto, ON – February 23, 2022: Zoglo's Incredible Food Corp. (CSE: ZOG) (FSE: 7UT) ("**Zoglo's**" or the "**Company**") announces the grant of 50,000 incentive stock options (the "**Options**") to a consultant of the Company. Each stock option is exercisable for one common share in the capital of the Company (a "**Share**") at an exercise price of \$0.20 per Share for a period of three years. 20,000 options will vest on March 1, 2022 and an additional 15,000 Options will vest on each of September 1, 2022 and March 1, 2023. The stock options are subject to the terms of the Company's Stock Option Plan, any necessary regulatory approvals and applicable securities law hold periods.

For more information, please contact:

Anthony Morello

CEO, Zoglo's Incredible Food Corp.

ir@zoglos.com

ABOUT ZOGLO'S INCREDIBLE FOOD CORP.:

Zoglo's Incredible Food Corp. is a publicly-traded plant-based food company which offers nutrient-rich, plant-based appetizers, veggies, and meat substitutes to fulfill consumers' needs for all occasions and cooking requirements. The Company's wholly-owned subsidiary, Zoglo's Incredible Food Inc., currently offers 14 products through its Traditional Green Box product line and aims to offer 12 innovative products for the mainstream market through its new Zoglo's Incredible Black Box product line. Over the past 25 years, Zoglo's products have been in distribution in over 700 retail stores across Canada including Walmart, Shoppers Drug Mart, Sobeys and Loblaws, and has representation in the United States and Europe. The Company trades on the Canadian Securities Exchange under the ticker: ZOG.

For a full breakdown of all Zoglo's products and where they can be purchased, please visit the Company's product section on its website.

Visit our [website](#) and follow us on our social media channels: [Facebook](#), [Instagram](#), [LinkedIn](#), [Twitter](#).