

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Boosh Plant-Based Brands Inc. (the “**Company**”)
103-6554 176 Street
Surrey, BC, V3S 4G5

Item 2 Date of Material Change

July 14, 2021

Item 3 News Release

A news release was disseminated on July 15, 2021 through the facilities of Newswire.

Item 4 Summary of Material Change

The Company has entered into an asset purchase agreement dated July 14, 2021 (the “**Asset Purchase Agreement**”) with Saltspring Harvest Ltd. (“**Saltspring**”) pursuant to which the Company will acquire the assets comprising Saltspring’s plant-based pate and spreads business (the “**Assets**”).

Item 5 Full Description of Material Change

On July 14, 2021 the Company entered into the Asset Purchase Agreement with Saltspring to acquire the Assets.

As consideration for the Assets, the Company will pay to Saltspring \$150,000 of which \$50,000 will be paid in cash on closing, anticipated to occur on or around July 23, 2021, and the remaining \$100,000 of which shall be paid following completion of a three month transition period as to \$75,000 in cash and \$25,000 through the issuance of 28,409 common shares of the Company at a deemed price of \$1.15 ?0.88 per share, representing the discounted market price of the common shares on July 14, 2021, which shares will be subject to resale restrictions of a four month and one day period once issued. On closing the Company will also pay to Salt Spring the value of inventory and prepaid expenses then held with an approximate anticipated value of \$5,000. The Company has also engaged Zoe Curelly, the founder of Saltspring, as a branding manager for the Company for a minimum six month period.

Item 6 **Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 **Omitted Information**

No information has been omitted on the basis that it is confidential information.

Item 8 **Executive Officer**

James Pakulis, CEO is knowledgeable about the material change and the Report and may be contacted (949) 933.3527.

Item 9 **Date of Report**

July 16, 2021