

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**

November 8, 2021

Item 3 **News Release**

A news release was disseminated on November 8, 2021 through the facilities of Newswire.

Item 4 **Summary of Material Change**

The Company has closed a non-brokered private placement (the “**Placement**”) generating aggregate gross proceeds of \$1,250,000.

Item 5 **Full Description of Material Change**

On November 8, 2021 the Company completed the Placement.

One strategic investor subscribed for 1,250,000 units (each a “**Unit**”) at a price of \$1.00 per Unit. Each Unit consisted of one common share and one warrant exercisable at \$1.35 per share until November 8, 2024.

Aggregate finder’s fees of \$125,000 were paid through the issuance of 125,000 Units and the issuance of 125,000 broker’s warrants exercisable to acquire Units at a price of \$1.00 per Unit until November 8, 2024.

All securities issued in the Placement are subject to a four month hold period expiring on March 9, 2022.

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

November 8, 2021