

**Form 51-102F3**  
**Material Change Report**  
**Section 7.1 of National Instrument 51-102**  
**Continuous Disclosure Obligations**

**Item 1 Name and Address of Company**

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

**Item 2 Dates of Material Change**

July 5, 2022

**Item 3 News Release**

The Company disseminated the News Release through Newsfile Corp. on July 6, 2022 and filed the same with the Canadian Securities Exchange (the “CSE”), and the British Columbia, Alberta, Manitoba and Ontario Securities Commission on SEDAR.

**Item 4 Summary of Material Change**

The Company announced the completion of a non-brokered private placement generating aggregate gross proceeds of \$170,000 through the issuance of 434,783 common shares (the “Shares”) at a price of \$0.23 per share and a further 350,000 Shares at a price of \$0.20 per share generating aggregate gross proceeds of \$170,000. No finder’s fees were payable. The proceeds of the placement will be utilized for general working capital including the payment of outstanding liabilities. All securities issued in the private placement are subject to a four month and one day hold period expiring on November 6, 2022.

The Company also announced the recent resignations of Maria Hussaini and Rafael Almanzar from its board of directors and wants to thank them for their contribution.

**Item 5 Full Description of Material Change**

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The Company also announced the recent resignations of Maria Hussaini and Rafael Almanzar from its board of directors and wants to thank them for their contribution.

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

Not applicable.

**Item 7          Omitted Information**

Not Applicable.

**Item 8          Executive Officer**

Connie Marples, Founder, President & Interim CEO  
Tel: (778) 840-1700

**Item 9          Date of Report**

June 11, 2022