

Form 51-102F3 | Material Change Report

Item 1 – Name and Address of Company

Boosh Plant-Based Brands Inc. (the "Corporation")
103, 6554 176 Street | Surrey, BC | V6S 4G5

Item 2 – Date of Material Change

December 28, 2022

Item 3 – News Release

Not Applicable

Item 4 – Summary of Material Change

On December 28, 2022, Boosh Plant-Based Brands Inc. (CSE: VEGI), (OTCQB: VGGIF), (Frankfurt: 77i) issued 5,000,000 Common Shares at a price of \$0.05 CAD per Common Share with the purposes of settling \$250,000.00 CAD in debt owed to two creditors.

The issuance of the 5,000,000 Common Shares is a material event as defined by NP 51-201 as the aforementioned issuance will increase the total number of the Corporation's issued Common Shares from 33,784,499 (As At December 27, 2022) to 38,784,499 (As At December 28, 2022).

Item 5 – Full Description of Material Change

5.1 Full Description of Material Change

For a full description of the material change, see the summary as outlined in "Item 4" of this Material Change Report

5.2 Disclosure for Restructuring Transactions

Not Applicable.

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, CEO | T: (778) 840-1700 | E: connie@booshfood.com

Item 9 – Date of Report

January 5, 2023