CERTIFICATE NO.

VEGANO FOODS INC.

BRITISH COLUMBIA BUSINESS CORPORATIONS ACT

SPECIMEN

THIS CERTIFIES THAT Shareholder Name

IS THE REGISTERED HOLDER OF

Number of Shares

FULLY PAID AND NON-ASSESSABLE COMMON SHARES WITHOUT PAR VALUE IN THE CAPITAL OF

VEGANO FOODS INC.

CUSIP NO.

92255G202

Shares

NUMBER OF SHARES NUMBER OF SHARES NUMBER OF SHARES NUMBER OF SHARES

COMMON SHARES

in the Authorized share structure of the above named Company subject to the Articles of the Company transferable on the Central Securities Register of the Company by the registered holder in person or by attorney duly authorized in writing upon surrender of this certificate properly endorsed.

This certificate is not valid unless countersigned by the Transfer Agent and Registrar of the Company.

IN WITNESS WHEREOF the Company has caused this certificate to be signed on its behalf by the facsimile signatures of its duly authorized officers, at Vancouver, British Columbia.

SPECIMEN ONLY - NOT NEGOTIABLE

Countersigned

ENDEAVOR TRUST CORPORATION 702 - 777 Hornby Street Vancouver, BC, V6Z 1S4 ISSUE DATE:

CONOR POWER, CEO

By:

TRANSFER AGENT - AUTHORIZED SIGNATURE

ALEXANDER MCAULAY, CFO

| Inse | t the name and address of transferee | |
|---------------------------------------|---|----------------------------|
| | | shares |
| epresented by this certificate and do | es hereby irrevocably constitute and appoint | |
| | Kan't Kopy ^s K2 | the attorney |
| the undersigned to transfer the said | d shares on the books of the Company with full power of sub- | stitution in the premises. |
| | Hidden Pantograph Color Match | |
| | Color Match Artificial Watermark | |
| | Anti-Copy Coin Rub | |
| | Security Features Box | |
| ATER | Erasure Protection UV Fiber Glow | |
| ATED | - UV Triper Duli | - |
| | Signature of Shareholder | Signature of Guarantor |
| | Tongr Snp Microprint Protection | - |
| | Acid Free | |

Kan't Kopy K2 Security Paper

- Hidden Pantograph
- Color Match
- Artificial Watermark
- Anti-Copy Coin Rub
- Security Features Box
- Erasure Protection
- UV Fiber Glow
- UV Paper Dull
- Tamper Alert
- Toner Grip
- Microprint Protection
- Acid Free

Signature Guarantee:

The Signature on this assignment must correspond with the name as written upon the face of the certificate(s), in every particular, without alteration or enlargement, or any change whatsoever and must be guaranteed by a major Canadian Schedule 1 Chartered bank or a member of an acceptable Medallion Signature Guarantee Program (STAMP, SEMP, MSP).

The Guarantor must affix a stamp bearing the actual words "Signature Guaranteed".

In the USA, Signature guarantees must be done by members of a "Medallion Signature Guarantee Program" only.

Signature guarantees are not accepted from Treasury Branches, Credit Unions, or Caisses Populaires unless they are members of the Stamp Medallion Program.

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Kan't Kopy K2 Security Paper

- Hidden Pantograph
- Color Match
- Artificial Watermark
- Anti-Copy Coin Rub
- Security Features Box
- Erasure Protection
- JV Fiber Glow
- UV Paper Dull
- Tamper Alert
- Toner Grip
 Microprint Protection
- Acid Free