

**EARLY WARNING PRESS RELEASE  
DISPOSITION OF SHARES OF VEGANO FOODS INC.**

**Vancouver, B.C., Canada – April 25, 2023.** Conor Power (the “**Shareholder**”), of North Vancouver, British Columbia, Canada announces that he is issuing this release as required by National Instrument 62-103 – *The Early Warning System and Related Take-Over Bid and Insider Reporting Issues* (“**NI 62-103**”) in connection with his disposition of 1,800,000 common shares in the capital of Vegano Foods Inc. (CSE: VAGN) (OTCQB:VAGNF) (the “**Issuer**”). The disposition was completed on April 25, 2023 at a price of approximately \$0.05556 per share for total aggregate consideration of \$100,000, by way of two private sales to unrelated third party purchasers.

Immediately prior to this transaction, the Shareholder held 1,972,433 common shares of the Issuer, or approximately 18.60% of the issued and outstanding common shares of the Issuer on an undiluted basis. Pursuant to the transaction, the Shareholder disposed of 1,800,000 common shares of the Issuer. As a result of the foregoing disposition, the Shareholder now owns and/or controls 172,433 common shares of the Issuer, representing approximately 1.63% of the total issued and outstanding common shares of the Issuer on an undiluted basis. This represents an approximate 16.98% change in the Shareholder’s ownership or control over common shares of the Issuer. The Shareholder holds common shares of the Issuer for investment purposes and may, depending on market and other conditions, increase or decrease his beneficial ownership of the Issuer’s securities, whether in the open market, by privately negotiated agreements or otherwise, subject to a number of factors, including general market conditions, reformulation of plans, and other available investment and business opportunities.

An early warning report (the “**Report**”) will be filed by the Shareholder pursuant to NI 62-103 on SEDAR at [www.sedar.com](http://www.sedar.com) under the profile for the Issuer. The Issuer’s head office is located at 1040 West Georgia Street, Unit 415 Vancouver, BC V6E 4H1.

For further information or to obtain a copy of the Report, please contact:

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