

FORM 51-102F3 - MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Pangea Natural Foods Inc. (the “Company”)
Suite 8035 – 130th Street
Surrey, BC V3W 0H7

Item 2 Date of Material Change

September 16, 2022

Item 3 News Release

The news release announcing the material change referred to in this report was disseminated on September 16, 2022 through Newswire and a copy has been filed under the Company’s profile on SEDAR and posted to the Company’s disclosure hall with the CSE.

Item 4 Summary of Material Change

The Company corrected and amended a previous news release (issued on September 12, 2022) regarding British Airways distribution of the Pangea Munchie Mix to their network of global flights.

Item 5.1 Full Description of Material Change

This material change is fully described in the news release attached hereto as Schedule “A”.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6 Reliance on Subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Contact: Pratap Sandhu, Chief Executive Officer, Director and Corporate Secretary
Phone: (604) 765-8069

Item 9 Date of Report

September 26, 2022

SCHEDULE "A"

CORRECTING and REPLACING SEPTEMBER 12, 2022 NEWS RELEASE

CORRECTION...by Pangea Natural Foods Inc. PANGEA EXPANDS MUNCHIE MIX DISTRIBUTION WITH BRITISH AIRWAYS PARTNERSHIP, issued 12-Sep-2022 by Pangea Natural Foods Inc. over CNW, the headline should read "PANGEA EXPANDS MUNCHIE MIX DISTRIBUTION VIA BRITISH AIRWAYS" rather than "PANGEA EXPANDS MUNCHIE MIX DISTRIBUTION WITH BRITISH AIRWAYS PARTNERSHIP" as originally issued inadvertently. Additional amendments were made throughout the release. The complete, corrected release follows:

PANGEA EXPANDS MUNCHIE MIX DISTRIBUTION VIA BRITISH AIRWAYS

Vancouver, British Columbia, September 12, 2022 – Pangea Natural Foods Inc. (CSE: PNGA) ("Pangea" or the "Company"), a natural food company, is pleased to announce that the the Pangea Munchie Mix will be distributed through British Airways' network of global flights.

Headquartered in the United Kingdom, British Airways is the United Kingdom's flagship airline with a fleet of over 230 airplanes. As a global carrier, British Airways operates one of the largest fleets of any airline in the world, serving 13 domestic United Kingdom destinations and 192 international destinations in 76 countries.

Pangea's Munchie Mix, the Company's newest addition to its line of GMO-free products, will be available to business class passengers of British Airways flights. This is the Company's second airline partnership, following the Company's announcement on September 7, 2022 that Pangea Munchie Mix will be available on Air Canada's (TSX: AC) fleet of airplanes.

The Company's Munchie Mix is a superfood rich snack made with dried cranberries, yogurt chips, roasted cashews, almonds and pumpkin seeds. The Company manufactures the Munchie Mix, along with their Plant-Based Patties and Old Fashioned Ghee in-house at their Vancouver Lower Mainland facility. The Company's facility has been approved by both the Canadian Food Inspection Agency and the U.S. Food and Drug Administration.

"We are excited to introduce the Pangea Munchie Mix into British Airways' fleet of planes." says Pangea CEO Pratap Sandhu, "Whether a traveler is waiting in an airport lounge or on a long-haul global flight, the Munchie Mix is a high-protein, healthy mix for satisfying a passenger's snack cravings."

To date, the Company offers its other products, the Pangea Plant-Based Patties and Old Fashioned Ghee via their online website and through over 250 retail outlets across Canada and the United States.

About Pangea Natural Foods Inc.

Pangea Natural Foods Inc. is a food manufacturing company focused on manufacturing and distributing high quality food products that are nutritious and free of GMO ingredients, fillers, antibiotics, hormones, and bioengineered ingredients.

On Behalf of the Board of Directors

(signed) "Pratap Sandhu"

Pratap Sandhu

CEO, Corporate Secretary and Director

For further information, please visit the Company's website at www.pangeafood.com or contact:

Pangea Natural Foods Inc.

Pratap Sandhu, Chief Executive Officer

Telephone: **+1 (604) 765-8069**

Email: pratap@pangeafood.com

Forward-Looking Information

This news release includes certain statements and information that constitute forward-looking information within the meaning of applicable Canadian securities laws, including statements regarding the Company's plans to expand distribution of its products on British Airways fleet of planes. Generally, forward-looking statements and information can be identified by the use of forward-looking terminology such as "intends," "anticipates," "it is expected," or variations of such words and phrases, or statements that certain actions, events or results "may," "could," "should," or "would" occur.

Forward-looking statements are based on certain material assumptions and analyses made by management of the Company and the opinions and estimates of management of the Company as of the date of this news release, including that the Company will be able to widen the distribution of its products. Although the Company considers these assumptions to be reasonable based on information currently available to them, they may prove to be incorrect, and the forward-looking statements in this release are subject to numerous risks, uncertainties and other factors that may cause future results to differ materially from those expressed or implied in such forward-looking statements. Such risk factors may include, among others, that the Company will not be able to expand its distribution network, and the other risks and uncertainties applicable to the Company and the business of the Company as set forth in the Company's final long form prospectus dated June 20, 2022 and its other disclosure available under the Company's profile at www.sedar.com.

There can be no assurance that the transactions contemplated in this news release will complete. Although management of the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements or forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements and forward-looking information. Readers are cautioned that reliance on such information may not be appropriate for other purposes. The Company does not intend, and does not assume any obligation, to update these forward-looking statements or information to reflect changes in assumptions or changes in circumstances or any other events affecting such statements and information other than as required by applicable laws, rules and regulations. We seek safe harbor.