

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 15, 2022

Item 3 News Release

The news release announcing the material change referred to in this report was disseminated on September 15, 2022 and corrected on September 16, 2022 through Newswire. 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

On September 15, 2022, the Company announced adding WestJet to the list of airlines distributing the Pangea Munchie Mix. On September 16, 2022 the Company issued a corrected and amended version of the September 15, 2022 news release.

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 15, 2022 NEWS RELEASE

CORRECTION...by Pangea Natural Foods Inc. MUNCHIE MIX TAKES OFF AS PANGEA FINALIZES ANOTHER AIRLINE PARTNERSHIP WITH WESTJET, issued 15-Sep-2022 by Pangea Natural Foods Inc. over PR Newswire, the headline should read "MUNCHIE MIX TAKES OFF AS PANGEA FINALIZES DISTRIBUTION VIA WESTJET" rather than "MUNCHIE MIX TAKES OFF AS PANGEA FINALIZES ANOTHER AIRLINE PARTNERSHIP WITH WESTJET" as originally issued inadvertently. Additional amendments have been made throughout the release. The complete, corrected release follows:

MUNCHIE MIX TAKES OFF AS PANGEA FINALIZES DISTRIBUTION VIA WESTJET

Vancouver, British Columbia, September 15, 2022 – Pangea Natural Foods Inc. (CSE: PNGA) ("**Pangea**" or the "**Company**"), a natural food company, is adding WestJet to the list of airlines distributing the Pangea Munchie Mix. This is the third airline distributing the Company's products, with Air Canada (TSX: AC) and British Airways already distributing the Pangea Munchie Mix to their passengers.

"We are very excited about the momentum we have built with a number of airline partners carrying Pangea's Munchie Mix," says Pangea CEO Pratap Sandhu. "The launch of this is yet another way that Pangea aims for its Munchie Mix to become the snack of choice for travelers. We look forward to making Pangea's healthy, GMO-free products readily available to customers not just in Canada and the United States, but globally."

The Pangea Munchie Mix will be available to WestJet's business class passengers on the global carrier's fleet of aircrafts. The airline operates Canada's second largest airline with a fleet of over 160 planes, serving 109 destinations in 24 countries.

Sandhu adds, "The global airline catering business is estimated to be worth US\$21 billion by 2024 and Pangea is looking forward to playing a role in the industry.¹ Between British Airways, Air Canada and now WestJet, Pangea's Munchie Mix will be available on over 650 airplanes worldwide. For us, this is just the beginning."

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

¹ <https://www.globenewswire.com/news-release/2022/04/26/2429377/0/en/Global-In-Flight-Catering-Services-Market-to-Reach-21-5-Billion-by-2024.html>

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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 in the airline catering market and to customers in Canada, the United States and globally. 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.