

**Form 51-102F3**  
***Material Change Report***

**Item 1      Name and Address of Company**

Neptra Foods Inc. (the “Company”)  
220 - 333 Terminal Avenue  
Vancouver, BC V6A 4C1

**Item 2      Date of Material Change**

March 21, 2023

**Item 3      News Release**

Not Applicable

**Item 4      Summary of Material Change**

On March 21, 2023, Joel Leonard tendered their resignation as Director.

**Item 5      Full Description of Material Change**

**Item 5.1      Full Description of Material Change**

On March 21, 2023, Joel Leonard tendered their resignation as Director.

**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**

Alexander McAulay, Chief Financial Officer  
Telephone: 720-729-8500

**Item 9      Date of Report**

March 27, 2023