

Form 51-102F3
Material Change Report

1. Name and Address of Company

FEEL FOODS LTD. (FORMERLY NHS INDUSTRIES LTD.)

Suite 700 - 838 West Hastings St.
Vancouver, BC V6C 0A6
(the "Company")

2. Dates of Material Change(s)

September 23, 2021 and September 29, 2021

3. News Release(s)

A news release was issued on September 23, 2021 and on September 29, 2021 and disseminated Globe Newswire pursuant to section 7.1 of National Instrument 51-102.

4. Summaries of Material Changes

On September 23, 2021, the Company announces it has engaged Amherst Baer Consultancy Corp., to provide digital media services, vendor management, marketing and data analytics services to the Company, and the Company budgeted CAD \$300,000 for such services over an expected three-month period. On September 29, 2021, the Company announces it has engaged Winning Media LLC ("Winning Media") to provide digital advertising services. The engagement of Winning Media will extend for a period of 30 days and may be renewed at the discretion of the Company. Winning Media will be paid a fee of US\$50,000, payable in advance of the initiation of services.

5. Full Description of Material Changes

2 News Releases dated September 23, 2021 and September 29, 2021 – See Schedule "A"

6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

7. Omitted Information

No information has been omitted.

8. Executive Officer

Mr. David Greenway, CEO of the Company, is knowledgeable about the material change contained herein and may be reached at 604-318-0114.

9. Date of Report

This report is dated October 6, 2021.

SCHEDULE "A"
to the Material Change Report dated October 6, 2021

FEEL FOODS LTD. TO LAUNCH PLANT-BASED FOOD TRUCK

VANCOUVER, BRITISH COLUMBIA - SEPTEMBER 23rd, 2021 - FEEL FOODS LTD. (the "Company" or "Feel Foods") (CSE: "FEEL") (OTC: "FLLLFF") announces it will be offering its Plant-based meat products combined with its recently announced acquisition of Black Sheep Vegan Cheeze products in locations around the Lower Mainland on weekend throughout the Fall, weather permitting. The Feel Foods truck will provide on-the-go diners finished plant based "ready to eat" products that combine multiple Feel Foods plant-based product lines into a delicious meal or snack.

Follow the company on social media at [Instagram.com/feelfoodsco](https://www.instagram.com/feelfoodsco) to keep up to date on when the truck will be in a location near you.

Feel Foods is strategically building out its infrastructure in the lower mainland to enable the Company to manufacture, store, and deliver its growing plant-based offerings throughout the province, with a vision to grow its brands nationally. The recently announced cold storage facility consisting of ~2,600 cubic feet is located in Port Coquitlam, BC and will serve as the logistical hub for both its plant-based meat and cheese products.

This location will enhance inventory management of the recently announced Black Sheep Vegan Cheeze products as well as its Be Good plant-based chicken and beef substitute products, allowing the Company to keep retailer's shelves stocked and allow for additional product availability. The new cold storage facility will allow for the launch of the Company's upcoming e-commerce marketplace and the commencement of province wide online sales.

"Our Feel Foods Truck will significantly increase the Company's local presence and give consumers a great way to combine all our product offerings into a finished, ready to eat plant-based meal." States Feel Foods CEO David Greenway. "As the company continues to grow, both organically and by way of acquisitions into new verticals we plan to add new and innovative offerings while expanding our logistical and direct to consumer presence for everybody looking to make positive changes in their life. We are on a mission to transform plant-based food, with no compromises on taste or quality while reducing global environmental impact. Together, by shifting our collective approach to food, we can improve the health of our world, the lives of animals, and preserve valuable resources for generations to come."

The plant-based food market is expected to grow at a CAGR of 11.9% from 2020 to 2027 to reach \$74.2 billion by 2027.* The growth of this market is mainly attributed to the factors such as increasing incidence of intolerance for animal protein, growing urbanization with new consumer aspirations, increasing vegan population, and significant venture investments in this sector.*

Additionally, The Company engaged Amherst Baer Consultancy Corp., to provide digital media services, vendor management, marketing and data analytics services to the Company, and the Company budgeted CAD \$300,000 for such services over an expected three-month period. Amherst Baer is a full-service advertising agency, that owns and operates a proprietary ad exchange and who is partnered with additional ad exchanges whose integrated SSPs (supply side platforms) result in access to 2-10 billion daily North American ad impressions.

About Feel Foods Ltd.

FEEL is an agri-food holdings company focused on innovative products and technologies in the food services industry including its wholly owned BE Good plant-based foods line of plant-based chicken, pork and beef products as well as is currently investing in the research and development of keto-friendly plant-based candy products.

Company Contact:

Mr. Joel T Warawa
Corporate Communications
E-mail: info@feelfoodsco.com
Website: www.feelfoodsco.com

Social: Instagram.com/feelfoodsco
Phone: 604-235-0010

Statistics Reference: * <https://www.prnewswire.com/news-releases/global-plant-based-food-market-report-2020-2027-rising-industry-concentration-with-growth-in-mergers-and-acquisitions-in-the-plant-based-products-space-301268737.html>

SCHEDULE "A"
to the Material Change Report dated October 5, 2021

**FEEL FOODS LTD. COMPLETES CANPAC SHARE DISTRIBUTION TO
SHAREHOLDERS AND ADDS SENIOR ADVISOR**

VANCOUVER, BRITISH COLUMBIA - SEPTEMBER 29th, 2021 - FEEL FOODS LTD. (the "Company" or "Feel Foods") (CSE: "FEEL") (OTC: "FLLL") announces it has completed the distribution of 15,000,000 common shares of Canpac Investments Corp. ("Canpac") on a pro rata basis, to its shareholders of record on September 15th, 2021, pursuant to the asset purchase agreement for the sale of its Langley 5.5 acre greenhouse lands (see press release dated August 19th 2021). Canpac is a privately held investment company focused on health sciences, technology, and infrastructure.

Pursuant to the Agreement, Canpac purchased the property for consideration of \$1,500,000 payable in the form of the issuance of 15,000,000 common shares at a deemed price of \$0.10 per share. Furthermore, Canpac has agreed to assume \$912,517 in the Company's current debt and long-term liabilities. The Company has assembled debt assignment agreements, signed by creditors assigning the liabilities to Canpac.

Canpac Investments Corp. builds, acquires, and invests in promising start-ups, connects them with senior management and provides the resources needed for fast-tracking growth. Canpac concentrates on cutting-edge technology that's shaping the next industrial revolution with global companies in the bioprocessing and manufacturing sectors, online healthcare portals, and companies using artificial intelligence and blockchain to disrupt sectors as diverse as financial technology, insurance, healthcare, and e-gaming.

Additionally, Feel Foods welcomes Mr. Jerry Lai to its Advisory Board as a Senior Advisor to the Company. Mr. Lai was instrumental in the acquisition of Be Good Plant Based Foods and will assist the Company in M&A and financing activities moving forward.

Mr. Lai spent the last eight years at HMJ Capital as a Managing Director responsible for mergers and acquisitions, IPO/RTO, investor relations advisory and capital restructuring. Jerry co-founded HMJ Capital in 2013 as a Partner in the investment banking division and named Managing Director in 2015. Prior to HMJ Capital, Jerry worked as Vice President of Global Asset Management at a top 5 global investment bank, where he managed over \$100 Million of assets under direct management. Before that, he served as an investment banking analyst at UBS AG in Hong Kong.

Mr. David Greenway, CEO of Feel Foods, stated: "We welcome Mr. Lai and his wealth of capital markets experience to our advisory board as we continue to strengthen our management and advisory team. The completion of the Canpac share distribution to Feel shareholders is yet another example of additional value we aim to continuously bring to our shareholder base. Feel Foods will continue to innovate and expand its presence in the plant-based foods sector through the development of new products, expansion of distribution networks, and acquisition of strategic businesses that align with our philosophies."

Sam Samy, CEO of Canpac, stated: "We are pleased to add this Langley greenhouse project to our portfolio. Canpac will look to pursue a listing on a North American stock exchange as an investment issuer to the benefit of all stakeholders."

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The Company has engaged Winning Media LLC ("Winning Media") to provide digital advertising services. Services to be provided by Winning Media include copywriting and design fees and digital advertising. The engagement of Winning Media will extend for a period of 30 days and may be renewed at the discretion of the Company. Winning Media will be paid a fee of US\$50,000, payable in advance of the initiation of services. Neither Winning Media nor any of its principals currently own any interest, directly or indirectly, in the Company.

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