

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)

December 16, 2021

3. News Release(s)

A news release was issued on December 16, 2021 disseminated Globe Newswire pursuant to section 7.1 of National Instrument 51-102.

4. Summaries of Material Changes

The Company has entered into a debt settlement agreement pursuant to which the Company has agreed to issue 126,000 common shares (each, a "Share"), at a deemed price of \$0.125 per Share, to settle indebtedness of \$15,750 (the "Transaction"). All Shares issued pursuant to the Transaction are subject to a statutory four-month and one-day hold period.

5. Full Description of Material Changes

News Release dated December 16, 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 December 16 2021.

FEEL FOODS' PLANT-BASED E-COMMERCE PLATFORM GOES LIVE

VANCOUVER, BRITISH COLUMBIA – DECEMBER 16th, 2021 - FEEL FOODS LTD. ('Feel Foods') (CSE: 'FEEL') (OTC: 'FLLLF') (FSE: '1ZF') announced today its new e-commerce enabled website is now live. Web developers, Able & Howe, finalized its look and functionality with full e-commerce capabilities as well as state-of-the-art inventory control capabilities, ensuring operations are efficient, effective, and uninterrupted.

Production of Black Sheep Vegan Cheeze is being ramped up ahead of anticipated increased demand for these products that are already available for purchase on multiple online marketplaces, including: www.spud.ca, www.veganofoods.com, Vegan Supply online and www.farmtotablemarket.ca.

Shipping and logistics are improved with new cold shipping units to ensure products reach consumers with maximum freshness and shelf life. Feel Foods investors, stakeholders and customers are encouraged to visit www.feelfoodsco.com and to begin following Black Sheep Vegan Cheeze and its products on Instagram at [Instagram.com/blacksheepvegancheeze](https://www.instagram.com/blacksheepvegancheeze) and at any of the above online marketplaces.

Feel Foods CEO, David Greenway, stated: "We are methodically assembling the best-in-class plant-based product offerings, adding top food brokers and distributors, as well as continuing to develop new, in-house products and acquiring unique plant-based companies.

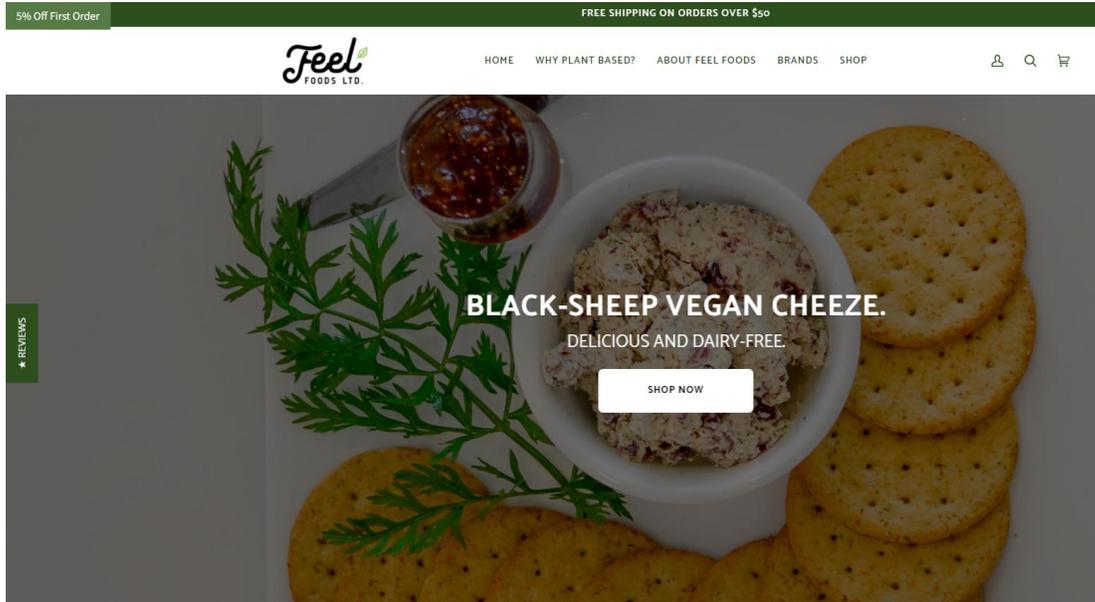
"Nasdaq predicts more than 95% of ALL purchases will be done online through e-commerce by 2040. With this new e-commerce sales channel now open, Feel Foods is poised to rapidly drive new, direct-to-consumer sales while continuing to expand on our existing distributor/broker and traditional sales team with our recent entry in to Alberta and CFIA export licence."

"Our Black Sheep Vegan Cheeze brand continues to grow its presence and distribution online as well as in stores and is now available in over 70 grocery and food services locations throughout British Columbia.

"Our Cranberry Voursin is one of our best sellers and a perfect substitute to spreadable cheeses when entertaining this Christmas season. We are currently working on launching exciting new plant-based products for you to enjoy ahead of the holiday season this year," concluded Greenway.

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.*

Feel Foods Website and E-Commerce Platform



Furthermore, for the completed work the Company has entered into a debt settlement agreement pursuant to which the Company has agreed to issue 126,000 common shares (each, a “Share”), at a deemed price of \$0.125 per Share, to settle indebtedness of \$15,750 (the “Transaction”). All Shares issued pursuant to the Transaction are subject to a statutory four-month and one-day hold period.

About Black Sheep Vegan Cheeze

Feel Foods wholly-owned premium vegan cheese brand “Black Sheep Vegan Cheeze” (“**Black Sheep**”) was founded in 2017 and is currently producing variety of unique vegan dairy substitute products at the Company’s Okanagan commercial kitchen and R&D facility. Black Sheep products are currently offered in grocery stores and food services locations throughout British Columbia including select locations at: IGA, Nesters, The Very Good Butchers, Pomme Natural, Natures Fare, Vegan Supply, and many other fine retailers across 16 cities throughout the province as well as online and in person at farmers markets.

For more information visit: <http://blacksheepvegancheeze.com/>

About Feel Foods Ltd.

FEEL is an agri-food holdings company focused on innovative products and technologies in the food services industry. This includes its wholly owned Black Sheep Vegan Cheeze Company, offering a variety of 10 unique vegan dairy substitute products and currently available in over 70 retail locations, as well as its 100% owned Be Good Plant-based Foods line of plant-based chicken, pork and beef products. The company is investing in research and development of keto-friendly plant-based candy products.

Company Contact:

Joel T Warawa
Corporate Communications

E-mail: jw@feelfoodsco.com

Corporate Contact:

Website: www.feelfoodsco.com

E-Mail: info@feelfoodsco.com

Instagram: [Instagram.com/feelfoodsco](https://www.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>