

FORM 51-102F3 - MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Ambari Brands Inc. (the “Company”)
Suite 220 – 333 Terminal Avenue
Vancouver, BC V6A 4C1

Item 2 Date of Material Change

September 19, 2022

Item 3 News Release

The news release announcing the material change referred to in this report was disseminated on September 19, 2022 through Newsfile Corp. 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

On September 19, 2022, the Company announced it had entered into an agreement with Financial Star News Inc. (“FSN”) for marketing services commencing September 15, 2022. FSN has been engaged by the Company to execute a comprehensive digital media marketing campaign for the Company, to heighten market and brand awareness for Ambari and to broaden the Company’s reach within the investment community through various online platforms and methods of engagement. Pursuant to the terms of the agreement, the Company will pay a fee of USD\$100,000 for the initial marketing campaign. FSN is an arm’s length party to the Company.

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: Nisha Grewal, Chief Executive Officer, Director and Corporate Secretary
Phone: (424) 284-4022

Item 9 Date of Report

September 26, 2022

SCHEDULE "A"
NEWS RELEASE

AMBARI™

Ambari Announces Marketing Campaign

Vancouver, British Columbia, September 19, 2022 – **Ambari Brands Inc.** ("Ambari" or the "Company") (CSE: AMB) is pleased to announce that it has entered into an agreement with Financial Star News Inc. ("FSN") for marketing services commencing September 15, 2022.

FSN has been engaged by the Company to execute a comprehensive digital media marketing campaign for the Company, to heighten market and brand awareness for Ambari and to broaden the Company's reach within the investment community through various online platforms and methods of engagement. Pursuant to the terms of the agreement, the Company will pay a fee of USD\$100,000 for the initial marketing campaign. FSN is an arm's length party to the Company.

About Ambari

Ambari Brands is a luxury skincare and consumer brand company that, through its main subsidiary, Ambari Beauty, has developed a line of products based on its proprietary "Modern Blend", and through which it intends to expand by acquiring brands that have a promising future and positive revenues. Ambari's products are carried in the world's largest retailers and sold direct-to-consumer through its own ecommerce platform.

On Behalf of the Board of Directors

Nisha Grewal

CEO, Corporate Secretary and Director

inquiries@ambaribrands.com

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Cautionary Note on Forward-Looking Information

This press release contains certain forward-looking statements within the meaning of applicable securities laws with respect to the Company. These forward-looking statements generally are identified by words such as "believe," "project," "expect," "anticipate," "estimate," "intend," "strategy," "future," "opportunity," "plan," "may," "should," "will," "would," and similar expressions and in this news release include statements respecting the Company's engagement of FSN and the services provided thereunder. Although the Company believes that the expectations and assumptions on which such forward-looking statements and information are based are reasonable, undue reliance should not be placed on the forward-looking statements and information because the Company can give no assurance that they will prove to be correct. Since forward-looking statements and information address future events and conditions, by their very nature they involve inherent risks and uncertainties. Many factors could cause actual future events to differ materially from the forward-looking statements in this press release including, without limitation, the risk factors described in the Company's final long form prospectus dated July 13, 2022. Readers are cautioned that the foregoing list of factors is not exhaustive. The forward-looking statements included in this news release are expressly qualified by this cautionary statement. The forward-looking statements and information contained in this news release

are made as of the date hereof and the Company undertakes no obligation to update publicly or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable laws

The Canadian Securities Exchange has not reviewed this press release and does not accept responsibility for the adequacy or accuracy of this news release.