

**Form 51-102F3**  
**MATERIAL CHANGE REPORT**

Item 1. Name and Address of Reporting Issuer

BYND Cannasoft Enterprises Inc.  
2264 East 11<sup>th</sup> Avenue  
Vancouver, BC  
V5Z 1N6

Item 2. Date of Material Change

July 5, 2021

Item 3. News Release

A news release regarding the material change was issued on July 5, 2021

Item 4. Summary of Material Changes

The Issuer completed a previously announced, non-brokered private placement raising \$1,840,000 of gross proceeds.

Item 5. Full Description of Material Change

See press release attached as Schedule "A" hereto.

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

N/A

Item 7. Omitted Information

None.

Item 8. Executive Officer

The following senior officer of BYND Cannasoft Enterprises Inc. is knowledgeable about the material change and may be contacted by any of the Securities Commissions in respect to the change:

Gabi Kabazo, CFO  
(604) 833-6820

Item 9. Date of Report

July 5, 2021

## Schedule "A"



### **BYND CANNASOFT ENTERPRISES INC.**

2264 East 11th Avenue

Vancouver, B.C.

Ph: (604) 833-6820

### **NEWS RELEASE - For Immediate Release**

#### **BYND CANNASOFT ENTERPRISES INC. CLOSES \$1,840,000 NON-BROKERED PRIVATE PLACEMENT FINANCING**

**Vancouver, British Columbia (July 5th, 2021) BYND Cannasoft Enterprises Inc. ("BYND" or the "Company")** is pleased to announce that it has closed its previously announced, non-brokered private placement financing (see press release dated June 21, 2021). In connection with the financing, the Company issued 2,000,000 common shares to a single investor at an issue price of \$0.92 per share, raising \$1,840,000 of gross proceeds. The common shares issued in connection with the financing are subject to a statutory hold period under applicable securities laws, which expires on November 6, 2021. No finders fees were paid in connection with the financing.

The proceeds from the financing will be utilized by the Company to finalize the planning, permitting and to commence construction of its proposed Cannabis farm near Ashkelon, Israel (see description below) and for general working capital purposes.

Mr. Yftah Ben Yaackov, the BYND's CEO noted that *"We were extremely pleased with the significant size of this offering which will help the Company with its investment plans for the cannabis space"*.

#### **About BYND Cannasoft Enterprises Inc.**

BYND is an integrated software/cannabis company, based in Israel.

#### *CRM Software*

BYND owns and markets a proprietary customer relationship management (CRM) software product, known as "Benefit CRM". BYND's Benefit CRM software enables small and medium-sized businesses to optimize their day-to-day business activities such as sales management, personnel management, marketing, call centre activities and asset management. BYND's next generation Benefit CRM platform is nearing completion and will be ready for BETA testing shortly.

### *Cannabis CRM*

Building on its 20 years of experience in CRM software, BYND has recently begun development of an innovative new CRM platform, designed specifically to serve the needs of the medical cannabis industry. This new platform will be the first of its kind for the medical cannabis field and the Company is confident it will transform the industry into a more organized, accessible and price transparent market. Data and information collected through the operation of the Cannabis Farm (see below) and the products it produces will allow BYND to test its new Cannabis CRM platform and adjust the platform as necessary. Additionally, operating the Cannabis Farm and selling medical cannabis will bring in additional revenue to further support BYND during the initial roll-out years of its cannabis CRM platform.

### *Cannabis Farm*

BYND has recently obtained a primary growing license for growing medical cannabis in Israel and intends to construct a 3.7 acre farm facility near Ashkelon Israel, to grow medical cannabis. The Company's plans include the construction of 4 state of the art greenhouses, housing approximately 2.5 acres of total growing area. BYND estimates that, once fully operational its Cannabis farm facility will be able to produce 7,500kg of raw cannabis each year. BYND also intends to work with strategic partners to develop and market new, proprietary cannabis infused products for sale throughout Israel and for export.

**For Further Information** please refer to information available on the Company's website: [www.cannasoft-crm.com](http://www.cannasoft-crm.com), the CSE's website: [www.thecse.com/en/listings/life-sciences/bynd-cann](http://www.thecse.com/en/listings/life-sciences/bynd-cann) and on SEDAR: [www.sedar.com](http://www.sedar.com).

### **Gabi Kabazo**

Chief Financial Officer

Tel: (604) 833-6820

e-mail: [ir@cannasoft-crm.com](mailto:ir@cannasoft-crm.com)

### ***Cautionary Note Regarding Forward-Looking Statements***

*This Press Release contains forward-looking statements that involve risks and uncertainties, which may cause actual results to differ materially from the statements made. When used in this document, the words "may", "would", "could", "will", "intend", "plan", "anticipate", "believe", "estimate", "expect" and similar expressions are intended to identify forward-looking statements. Such statements reflect our current views with respect to future events and are subject to such risks and uncertainties. Many factors could cause our actual results to differ materially from the statements made, including those factors discussed in filings made by us with the Canadian securities regulatory authorities. Should one or more of these risks and uncertainties, such as currency and interest rate fluctuations, increased competition and general economic and market factors, occur or should assumptions underlying the forward looking statements prove incorrect, actual results may vary materially from those described herein as intended, planned, anticipated, or expected. We do not intend and do not assume any obligation to update these forward-looking statements, except as required by law. Shareholders are cautioned not to put undue reliance on such forward-looking statements.*

*The CSE has not reviewed, approved or disapproved*