Form 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Reporting Issuer

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

Item 2. Date of Material Change

May 2, 2022

Item 3. News Release

A news release regarding the material change was issued on May 2, 2022

Item 4. Summary of Material Changes

The Issuer filed its Audited Financial Statements for the year ended December 31, 2021 and has provided an update regarding its Nasdaq listing.

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

May 2, 2022

Schedule "A"

BYND CANNASOFT ENTERPRISES INC.
2264 East 11th Avenue
Vancouver, B.C., Canada
Ph: +1 (604) 833-6820

NEWS RELEASE - For Immediate Release

BYND CANNASOFT ENTERPRISES INC. ANNOUNCES FINANCIAL RESULTS FOR THE YEAR ENDED DECEMBER 31, 2021 AND AN UPDATE ON NASDAQ LISTING

Company reports strong balance sheet while increasing gross margins

Vancouver, British Columbia (May 2, 2022) BYND Cannasoft Enterprises Inc. ("BYND" or the "Company"), has released its financial results for the year ended December 31, 2021. Full versions of BYND's audited consolidated financial statements and management discussion and analysis for the period, can be found on www.sedar.com.

2021 Year-End Financial Highlights:

- Revenue decreased 9% to $1,217,459 in 2021 from $1,341,993 in 2020.
- Gross Margin increased to 51% in 2021 from 44% in 2020.
- Cash Balance has increased to $3,025,350 for December 31, 2021 from $563,015 for December 31, 2020.
- Working capital increased to $5,487,201 for December 31, 2021 from a deficiency of $94,547 for December 31, 2020.
- Total shares outstanding as of December 31, 2021 were 29,479,100.

Summary of Quarterly Evolution of Revenue, Gross Profit and Net Income (Loss)

	Q4 2021	Q3 2021	Q2 2021	Q1 2021	Q4 2020	Q3 2020
Revenue	$258,303	$296,428	$418,635	$244,093	$507,253	$271,566
Gross Profit	$126,591	$157,439	$260,167	$78,941	$431,757	$7,938
Net Income (Loss)	$(271,932)	$(59,279)	$(103,753)	$(4,443,774)*	$135,852	$(135,263)

*Includes a one-time non-recurring non-cash $4,394,390 listing expense incurred due to the Business Combination Transactions and the company's listing of its shares on the CSE.

Nasdaq Listing Update

The Company wishes to announce it has submitted a 20-F Registration Statement with the U.S. Securities and Exchange Commission on May 2, 2022 as well as a listing application with Nasdaq to list its shares on the Nasdaq Capital Market Tier.

Mr. Yftah Ben Yaackov, BYND's CEO noted that "*We are very pleased with our 2021 results that are consistent with our focus on increasing gross margin, investing in our new Cannabis CRM Platform and strengthening our balance sheet, which will help us in our journey to be listed on the Nasdaq Capital Market. We are excited to expand the Company's activities in Israel and abroad, while creating real value for our shareholders".*

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 is in the process of securing approval for the transfer of 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, the CSE's website: www.thecse.com/en/listings/life-sciences/bynd-cannasoft-enterprises-inc and on SEDAR: www.sedar.com.

Gabi Kabazo
Chief Financial Officer
Tel: (604) 833-6820
e-mail: 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 the content of this press release.