

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

ITEM 1. NAME AND ADDRESS OF COMPANY

Purebread Brands Inc. (the “**Company**” or “**Purebread**”)
5 East 5th Avenue
Vancouver, BC V5T 1G7

ITEM 2. DATE OF MATERIAL CHANGE

January 13, 2026

ITEM 3. NEWS RELEASE

A news release was issued on January 13, 2026 and disseminated via Newsfile.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company completed its previously announced shares for debt transaction and issued an aggregate of 532,322 Common Shares of the Company (the “**Settlement Shares**”) to an arm’s length creditor of the Company (the “**Creditor**”) at a price of \$1.25 per Settlement Share, in full and final settlement of accrued and outstanding indebtedness in the aggregate amount of US\$484,000 (C\$665,403.20) (the “**Debt Settlement**”).

ITEM 5.1 FULL DESCRIPTION OF MATERIAL CHANGE

The Company completed its Debt Settlement and issued an aggregate of 532,322 Settlement Shares to the Creditor at a price of \$1.25 per Settlement Share, in full and final settlement of accrued and outstanding indebtedness in the aggregate amount of US\$484,000 (C\$665,403.20).

All Settlement Shares are subject to a four-month hold period from the date of issuance in accordance with applicable Canadian securities laws, in addition to such other restrictions as may apply under applicable securities laws of jurisdictions outside Canada.

ITEM 5.2 DISCLOSURE FOR RESTRUCTURING TRANSACTION

Not applicable.

ITEM 6. RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7. OMITTED INFORMATION

No significant facts remain confidential, and no information has been omitted in this report.

ITEM 8. EXECUTIVE OFFICER

Amrit Maharaj, Interim Chief Executive Officer of the Company, is knowledgeable about the material change and can be contacted at (604) 889 5865.

ITEM 9. DATE OF REPORT

January 15, 2026