Form 51–102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Vitality Products Inc.
Suite 304 - 837 West Hastings Street
Vancouver, BC V6C 3N6

Item 2. Date of Material Change

April 28, 2008

Item 3. News Release

News Release dated April 28, 2008 was filed on SEDAR and disseminated via CNW Group on April 28, 2008.

Item 4. Summary of Material Change

Vitality Products Inc. (the "Company") has issued a notice of redemption to William N. Grant, a holder of the Class "A" Preference Shares, Series 3 (the "Preference Shares"), to redeem his 9,300 Preference Shares with a par value of $93,000 plus all unpaid dividends of $34,821.64 accrued thereon to April 28, 2008.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The Company has issued a notice of redemption to William N. Grant, a holder of the Preference Shares, to redeem his 9,300 Preference Shares with a par value of $93,000 plus all unpaid dividends of $34,821.64 accrued thereon to April 28, 2008. Mr. Grant is a director and officer of the Company. At a meeting of the directors of the Company held on April 15, 2008, the independent members of the Board approved the redemption.

The Preference Shares, with a par value of $10 each, have a 6% cumulative dividend payable annually commencing January 31, 2003. The Company is entitled to redeem at any time any outstanding Preference Shares by paying the holder thereof the redemption price of $10 per Preference Share plus all unpaid dividends accrued thereon to the date of redemption.

Upon the completion of the redemption, the Company has 26,920 Class "A" Preference Shares, Series 3 outstanding with a par value of $269,200 plus all unpaid dividends of $100,795.54 accrued thereon to April 28, 2008.

5.2 Disclosure for Restructuring Transactions

Not Applicable

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

Not applicable

Item 7. Omitted Information

None

Item 8. Executive Officers

The following senior officer of the Company is knowledgeable about the material change and the Report and may be contacted:

William N. Grant, President & CEO, Telephone: 604-683-6611.

Item 9. Date of Report

DATED at Vancouver, British Columbia, this 8th day of May, 2008.