

FEEL GOOD CARS CORPORATION

FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

Feel Good Cars Corporation
85 Scarsdale Road, Suite 100
Toronto, Ontario M3B 2R2

2. Date(s) of Material Change(s)

May 2, 2007

3. News Release

Press releases attached as Schedules A and B hereto were released through the facilities of the CCNMatthews disclosure network on May 2, 2007.

4. Summary of Material Change

On May 2, 2007 Feel Good Cars Corporation (the "Company") announced that it had entered into a bought deal financing agreement with Paradigm Capital Inc. ("Paradigm") pursuant to which the Company agreed to sell to Paradigm 1,250,000 common shares at a price of \$3.20 per share for gross proceeds of \$4 million. The same day the Company announced that the parties had agreed to increase the size of the offering to \$5 million (1,562,500 common shares).

5. Full Description of the Material Changes

See press releases attached as Schedules A and B hereto.

6. Reliance on Confidentiality Provisions of Subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

7. Omitted Information

Not applicable.

8. Executive Officers

The following executive officer of Feel Good Cars Corporation may be contacted for additional information:

Lawrence Schreiner
Chief Financial Officer
Feel Good Cars Corporation
85 Scarsdale Road, Suite 100
Toronto, Ontario M3B 2R2

Tel: (416) 535-8395
Fax: (416) 535-4043

9. Date of Report

May 3, 2007

SCHEDULE "A"



NEWS RELEASE

Feel Good Cars Corporation
ZENN MOTOR COMPANY
TORONTO, ONTARIO, CANADA
(TSXV:ZNN)

FEEL GOOD CARS CORPORATION ANNOUNCES A BOUGHT DEAL AGREEMENT WITH PARADIGM CAPITAL INC AS THE UNDERWRITER

TORONTO, ONTARIO--(May 2, 2007)

NOT FOR DISSEMINATION IN THE UNITED STATES OR FOR DISTRIBUTION TO U.S. NEWSWIRE SERVICES

Feel Good Cars Corporation (TSXV:ZNN) ("Feel Good Cars" or the "Company") announced today that it has entered into a bought deal agreement with Paradigm Capital Inc as the underwriter. Under the agreement, the underwriter will purchase 1,250,000 common shares ("Common Shares") of the Company at a price of C\$3.20 per Common Share (the "Offering Price") for gross proceeds of C\$4,000,000. The Company expects to file a Preliminary Short Form Prospectus with the applicable securities regulatory authorities on May 8th, 2007 to qualify the Common Shares for distribution.

In connection to the financing the Company will pay a fee of 6% of the gross proceeds of the financing to the Underwriter. In addition, the underwriter will receive such number of compensation options as is equal to 4% of the aggregate number of Common Shares sold pursuant to the Offering. Each compensation option shall be exercisable for a period of 18 months following the closing of the Offering to acquire one Common Share at the Offering Price.

Feel Good Cars plans to use the net proceeds from the offering to purchase approximately 3.8% of EESstor Inc. (US\$2.5 million) and for general corporate purposes.

The offering is subject to certain conditions including, but not limited to, the receipt of all necessary approvals, including the approval of the TSX Venture Exchange. The offering is expected to close on or about May 29, 2007.

This press release is not an offer to sell or the solicitation of an offer to buy the securities, nor shall there be any sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to qualification or registration under the securities laws of such jurisdiction. The securities being offered have not been, nor will they be, registered under the United States Securities Act of 1933, as amended, and such securities may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons absent registration or an applicable exemption from U.S. registration requirements.

ABOUT ZENN MOTOR COMPANY www.ZENNCars.com

Headquartered in Toronto, Canada, Feel Good Cars Corporation, doing business as ZENN Motor Company, is dedicated to producing zero-emission transportation solutions for global markets, including the revolutionary ZENN electric vehicle.





enlightened mobility™

The ZENN Neighborhood Electric Vehicle recharges in as little as 4 hours, has a range of up to 35 miles and gets the equivalent of about 245 MILES PER GALLON – making ZENN one of most economical automobiles in the world. With zero emissions, the ZENN is a socially responsible transportation choice in this era of Global Warming.

Recently named Best Urban Vehicle at the coveted Michelin Bibendum Challenge, the ZENN demonstrates that real solutions to pollution and congestion are available now. In addition to the Urban Commuter, the ZENN is ideal for gated communities, college & university campuses, military bases, national parks, corporate campuses, local deliveries and much more! The ZENN is sold through a growing network of retailers across the United States.

For additional information please contact:

Ian Clifford
Chief Executive Officer
ZENN Motor Company
Tel. 416-535-8395 ext. 202
ian.clifford@ZENNcars.com





NEWS RELEASE

Feel Good Cars Corporation
ZENN MOTOR COMPANY
TORONTO, ONTARIO, CANADA
(TSXV:ZNN)

May 2, 2007

FEEL GOOD CARS CORPORATION AMENDS THE TERMS OF THE PREVIOUSLY ANNOUNCED FINANCING

Toronto, Ontario

NOT FOR DISSEMINATION TO U.S. NEWSWIRE SERVICES OR FOR DISSEMINATION TO THE UNITED STATES

Feel Good Cars Corporation (TSX VENTURE:ZNN) previously announced a \$4 million bought deal financing (the "Offering") of common shares priced at \$3.20 each. The size of the Offering has been increased to \$5 million. All other terms of the Offering remain unchanged. The Offering is subject to certain conditions including, but not limited to, the receipt of all necessary approvals, including the approval of the TSX Venture Exchange. The offering is expected to close on or about May 29, 2007.

This press release is not an offer to sell or the solicitation of an offer to buy the securities, nor shall there be any sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to qualification or registration under the securities laws of such jurisdiction. The securities being offered have not been, nor will they be, registered under the United States Securities Act of 1933, as amended, and such securities may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons absent registration or an applicable exemption from U.S. registration requirements.

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FOR FURTHER INFORMATION PLEASE CONTACT:

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