

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Reporting Issuer

PUF Ventures Inc. (the “Company”)
804-750 West Pender Street
Vancouver, BC V6C 2T7

Item 2: Date of Material Change

October 12, 2017.

Item 3: News Release

A news release was issued and disseminated on October 12, 2017 and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

The Company, an advanced Access to Cannabis for Medical Purposes Regulations (“ACMPR”) license applicant, announced that, further to its earlier news release of even date, the Company has completed the acquisition of Natures Hemp Corp. (the “Seller”).

Item 5: Full Description of Material Change

The Company, an advanced ACMPR license applicant, announced that, further to its earlier news release of even date, the Company has completed the acquisition of the Seller. Pursuant to the share purchase agreement, the Company purchased 100% of the issued and outstanding common shares of the Seller in consideration of the issuance of a total of 1,200,000 common shares of the Company (equivalent to a value of CAD\$600,000) which was distributed on a *pro rata* basis to the Seller at a deemed price of \$0.50 per share.

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 Officer

For further information, please contact:

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Item 9: Date of Report

October 13, 2017.