

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

Item 1: Name and Address of Reporting Issuer

AgraFlora Organics International Inc. (formerly PUF Ventures Inc.) (the “**Company**”)
#804-750 West Pender Street
Vancouver, BC V6C 2T7

Item 2: Date of Material Change

December 10, 2018.

Item 3: News Release

A news release was issued and disseminated on December 10, 2018 and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

The Company announced that further to its news releases dated September 25, 2018, October 11, 2018 and November 19, 2018, it has closed a \$7.5 million second tranche of the \$40 million Equity Participation and Earn-In Agreement with Delta Organic Cannabis Corp. (“**DOCC**”) and issued the second tranche of 16,718,265 common shares (the “**Shares**”) of the Company at a deemed price of approximately \$0.45 per Share.

Item 5: Full Description of Material Change

The Company announced that further to its news releases dated September 25, 2018, October 11, 2018 and November 19, 2018, it has closed a \$7.5 million second tranche of the \$40 million Equity Participation and Earn-In Agreement with DOCC and issued the second tranche of 16,718,265 Shares of the Company at a deemed price of approximately \$0.45 per Share.

The Shares are being issued pursuant to the Equity Participation and Earn-In Agreement dated September 25, 2018 as amended on October 11, 2018 and November 19, 2018, with Delta Organic Cannabis Corp., a privately held Toronto-based cannabis investment company backed by preeminent leaders in Canadian cannabis enterprise.

The Shares are subject to a statutory four-month hold period

About Delta Organic Cannabis Corp.

DOCC is Canadian focused vertically integrated cannabis company formed by some of the most successful early-movers in the space.

About AgraFlora Organics International Inc.

AgraFlora Organics International Inc. is a growth oriented and diversified company focused on the international cannabis industry. It has ownership in several cannabis companies including AAA Heidelberg and Propagation Services Canada in Canada and is actively pursuing other opportunities within the cannabis industry. AgraFlora Organics has an option to purchase 100% of AAA Heidelberg Inc., a licensed producer under the Access to Cannabis for Medical Purposes Regulations. For more information please visit www.agraflora.com and follow @agraflora on Twitter.

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:

Tim McNulty

T: 1 (800) 783.6056 Ext. 3

E: ir@agraflora.com

Item 9: Date of Report

December 10, 2018.