

**Form 51-102F3**  
**Material Change Report**

**1. Name and Address of Company**

**Liberty Leaf Holdings Ltd. (previously Weststar Resources Corp.)**  
1240-789 West Pender Street  
Vancouver, BC, V6C 1H2

(the “Company”)

**2. Dates of Material Change(s)**

December 9, 2016

**3. News Release(s)**

A news release was issued on December 12, 2016 and disseminated via The Newswire pursuant to section 7.1 of National Instrument 51-102.

**4. Summaries of Material Changes**

Liberty Leaf Sells Axe Property to Evrim Resources

**5. Full Description of Material Changes**

News Release dated December 12, 2016– See Schedule “A”

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

Not applicable.

**7. Omitted Information**

No information has been omitted.

**8. Executive Officer**

Mr. Will Rascan, President and CEO of the Company, is knowledgeable about the material change contained herein and may be reached at (604) 683-3995.

**9. Date of Report**

This report is dated December 13, 2016.

SCHEDULE "A"  
to the Material Change Report dated December 13, 2016

**Liberty Leaf Sells Axe Property to Evrim Resources**

*Vancouver, BC – December 12, 2016: Liberty Leaf Holdings Ltd.* (CSE: LIB) (the "Company" or "Liberty Leaf") announces today that it has entered into an purchase and sale agreement with Evrim Resources Corp. (TSX-V: EVM) ("Evrim") and Bearclaw Capital Corp. ("Bearclaw") whereas Evrim my acquire a 100% interest in the Axe Project located in South Central British Columbia, of which Liberty Leaf owns 70% and Bearclaw owns 30% respectively.

In order to acquire 100% interest in the property, Evrim will pay \$30,000 (\$21,000 to Liberty Leaf and \$9,000 to Bearclaw) and additional consideration consisting of cash or shares, at Evrim's election, in the event certain exploration milestones are made or joint venture payments are received. Liberty Leaf and Bearclaw shall retain an aggregate 1% net smelter royalty, of which 0.7% is held by Liberty Leaf and 0.3% held by Bearclaw, on twenty-one claims to the property that can be purchased for \$1.5 million.

**About Liberty Leaf**

Liberty Leaf Holdings Ltd (CSE:LIB) is a new, Canadian-based, public company whose objective is to be at the forefront of the global medicinal and recreational Cannabis industry - accelerating revenue generating businesses within this dynamic and fast-growing sector.

For further info on the Company please visit [www.libleaf.ca](http://www.libleaf.ca) or email [will@libleaf.com](mailto:will@libleaf.com).

**On Behalf of the Board**

*Will Rascan, President & CEO*

Liberty Leaf Holdings Ltd.

Phone: 604-683-3995