

Form 51-102F3
Material Change Report

1. Name and Address of Company

Liberty Leaf Holdings Ltd.
700-838 W Hastings Street
Vancouver, BC, V6C 0A6

(the "Company")

2. Dates of Material Change(s)

June 8, 2020

3. News Release(s)

A news release was issued on June 8, 2020 and disseminated via Stockwatch News and Baystreet News pursuant to section 7.1 of National Instrument 51-102.

4. Summaries of Material Changes

The Company announces that Mr. Doug Macdonell has resigned from the Board of Directors.

5. Full Description of Material Changes

News Release dated June 8, 2020– 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 (778) 819-0244.

9. Date of Report

This report is dated June 10, 2020.

SCHEDULE "A"
to the Material Change Report June 10, 2020

Liberty Leaf Announces Change of Directors

Vancouver, B.C. (June 8, 2020): – **Liberty Leaf Holdings Ltd. (CSE: LIB) (FSE: HN3P)** ("**Liberty Leaf**" or the "**Company**") announces that for personal reasons, Mr. Doug Macdonell has resigned from the Board of Directors, effective immediately. We would like to thank Mr. Macdonell for all his contributions to the Company and wish him success in his future endeavours.

The Company intends to seek another qualified member to add to the Board.

About Liberty Leaf Holdings Ltd.

Liberty Leaf Holdings Ltd. is a Canadian-based, public company whose focus is to build and support a diversified portfolio of cannabis-sector businesses, including cultivation, processing and value-added cannabis products within this dynamic and fast-growing sector.

For further information on the Company please visit <https://www.libleaf.com> or email info@libleaf.com.

On Behalf of the Board

Will Rascan, President & CEO
Liberty Leaf Holdings Ltd.

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