

**FORM 51-102F3  
MATERIAL CHANGE REPORT  
PURSUANT TO SECTION 7 OF NATIONAL INSTRUMENT 51-102**

**ITEM 1 REPORTING ISSUER**

GLOBAL HEMP GROUP INC.  
8338-120<sup>th</sup> Street,  
Surrey, BC V3W 3N4

**ITEM 2 DATE OF MATERIAL CHANGE**

April 15, 2014

**ITEM 3 NEWS RELEASE**

News Release was filed on SEDAR and CNSX on April 11, 2014 and disseminated by Stockwatch Vancouver, Market News Publishing and MarketWired.com

**ITEM 4 SUMMARY OF MATERIAL CHANGE**

The Issuer distributed common shares in its capital to settle debts due and owing.

**ITEM 5 FULL DESCRIPTION OF MATERIAL CHANGE**

2,332,580 common shares were issued to creditors on April 15, 2014 at a deemed value of \$0.10 per share in full an final settlement of \$233,258 in outstanding debts.

**ITEM 6 RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102**

N/A

**ITEM 7 OMITTED INFORMATION**

N/A

**ITEM 8 EXECUTIVE OFFICER**

Charles Larsen  
Chief Executive Officer