Global Hemp Group Inc.

Management Discussion and Analysis
Three and Nine Months ended June 30, 2021

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Management's Discussion and Analysis

The following is management's discussion in respect of the results of operations and financial position of Global Hemp Group Inc. (the "Company" or "GHG') for the three and nine months ended June 30, 2021 and should be read in conjunction with the Company's audited annual financial statements for the most recent year ended September 30, 2020. The Company's financial statements have been presented in accordance with International Financial Reporting Standards and are presented in Canadian dollars unless otherwise specified. Additional information, including the above mentioned financial statements, which contain extensive disclosure of the history of the Company are available on SEDAR (www.sedar.com) and at the Company's website (www.globalhempgroup.com).

This MD&A has been prepared effective as of August 30, 2021

Forward Looking Statements

In the interest of providing the shareholders and potential investors of Global Hemp Group Inc. with information about the Company, including management's assessment of the Company's future plans and operations, certain information provided in this MD&A constitutes forward-looking statements or information (collectively, "forward-looking statements"). Forward-looking statements are typically identified by words such as "may", "will", "should", "could", "anticipate", "expect", "project", "estimate", "forecast", "plan", "intend", "target", "believe" and similar words suggesting future outcomes or statements regarding an outlook. Although these forward-looking statements are based on assumptions the Company considers to be reasonable based on the information available on the date such statements are made, such statements are not guarantees of future performance and readers are cautioned against placing undue reliance on forward-looking statements. By their nature, these statements involve a variety of assumptions, known and unknown risks and uncertainties, and other factors which may cause actual results, levels of activity, and achievements to differ materially from those expressed or implied by such statements. The forward-looking information contained in this MD&A is based on certain assumptions and analysis by management of the Company (the "Management") in light of its experience and perception of historical trends, current conditions and expected future development and other factors that it believes are appropriate.

The material factors and assumptions used to develop the forward-looking statements herein include, but are not limited to, the following: (a) the regulatory climate in which the Company operates will continue to be favorable to the Company's business; (b) the continued sales success of the Company's products; (c) the continued success of sales and marketing activities; (d) there will be no significant delays in the development and commercialization of the Company's products; (e) the Company will continue to maintain sufficient and effective production and R&D capabilities to compete on the attributes and cost of its products; (f) the Company's ability to deal with adverse growing conditions (due to pests, disease, fungus, climate or other factors) in a timely and cost-effective manner; (g) there will be no significant reduction in the availability of qualified and cost-effective personnel resources; (h) new products will continue to be added to the Company's portfolio; (i) demand for hemp-based wellness products will continue to grow in the foreseeable future; (j) there will be no significant barriers to the acceptance of the Company's products in the market; (k) the Company will be able to maintain compliance with applicable contractual and regulatory obligations and requirements; (l) there will be adequate liquidity available to the Company to carry out its operations; and (m) superior products do not develop that would render the Company's current and future product offerings undesirable and the Company is otherwise able to minimize the impact of competition and keep pace with changing consumer preferences; and (n) the Company will be able to successfully manage and integrate acquisitions.

The Company's forward-looking statements are subject to risks and uncertainties pertaining to, among other things, revenue fluctuations, nature of government regulations, economic conditions, loss of key customers, retention and availability of executive talent, competing products, common share price volatility, loss of proprietary information, product acceptance, system infrastructure functionality, information technology security, cash available to fund operations, crop risk, availability of capital and, international and political considerations, including but not limited to those risks and uncertainties discussed under the heading "Risk Factors" in this MD&A. The impact of any one risk, uncertainty, or factor on a particular forward-looking statement is not determinable with certainty as these are interdependent, and the Company's future course of action depends on Management's assessment of all information available at the relevant time. Except to the extent required by law, the Company assumes no obligation to publicly update or revise any forward-looking statements made in this MD&A, whether as a result of new information, future events, or otherwise. All subsequent forward-looking statements, whether written or oral, attributable to the Company or persons acting on the Company's behalf, are expressly qualified in their entirety by these cautionary statements.

Background & Nature of Business

Global Hemp Group (the "Company" or "GHG") was incorporated on October 30, 2009 in British Columbia, Canada, originally under the name Arris Holdings Inc., and on March 24, 2014 changed its name to Global Hemp Group Inc.

The Company's registered office is #106 – 1169 Mt. Seymour Road, North Vancouver, BC, V7H 2Y4. The Company's common shares are currently traded on Canadian Securities Exchange ("CSE") under the symbol "GHG", on Börse Frankfurt under the symbol "GHG", and on the U.S. OTCQB under the symbol "GBHPF".

Global Hemp Group is focused on developing a multi-phased strategy to build a strong presence in the industrial hemp industry in the United States. In the first phase of the strategy, GHG cultivated hemp for the extraction of cannabinoids, beginning in 2017. This has given the GHG team expertise in both field crop and orchard style cultivations.

The next phase of the strategy which is currently being developed is what Management has always believed would be by far the most significant segment of the hemp market, the industrial applications of hemp and the development of value-added industrial products utilizing the processing of the whole hemp plant. This is envisioned in what the Company calls its Hemp Agro-Industrial Zone ("HAIZ"). The HAIZ is an optimization model based on Global Hemp's goal to utilize the exceptional properties of the hemp plant to produce raw materials and value-added products. The HAIZ has been designed to be replicated in any region where there is cultivation of industrial hemp.

Through partnerships, joint ventures, and acquisitions, GHG will build a strategic portfolio of forward-thinking companies that also believe in the disruptive potential of the industrial hemp plant. There are many promising sectors that will be pursued under the HAIZ that utilize the hurd (inner woody core) and fibre. In the near term, the Company will focus on hemp-based building.

Global Hemp Group is committed to sustainability and social responsibility in a theme of "Global Environmental Stewardship" as it pursues opportunities within these sectors. This theme drives the HAIZ concept, in order to secure a solid platform of products and services that are environmentally friendly, while producing consistent ROI for all stakeholders.

Benefits of the HAIZ strategy:

- Economic: The HAIZ was originally conceived at a time when hemp was just making its comeback after 80 years of repression and a continued uncertain regulatory framework. Consequently, markets for most hemp products were rather shallow leading to wide swings in prices. Cannabinoid extraction is typical of such markets, and it offered the best opportunity to finance the production of the less visible/attractive hemp products. Over the past two years, the more traditional hemp products (hurd and fibre) have become more established and provide real opportunities. Management expects that the time for these other hemp products has come and will become of central importance in the future of the Company and the hemp industry.
- Social: From soil to shelf, the HAIZ concept is based on a collaborative rather than competitive operations model, benefiting all stakeholders throughout the process. From growing of the crops through to the final materials and products, the HAIZ concept promotes cross-sector partnerships, rural development and job creation.
- Environmental**:** Global Hemp Group is committed to environmentally-friendly processes and products, from farm to final consumer. Because of its light weight, transport of hemp intermediate goods is costly and carries a heavy carbon footprint. By concentrating production and processing to a zone adjacent to the farming area, the HAIZ minimizes both adverse economic and environmental effects.

Message from the President

There is no question that hemp can and will impact almost every industry in the global economy as it continues to be legalized worldwide. It has been creating jobs and new business opportunities, as well as stimulating ancillary industries that generate new business for an industry that did not exist just a few short years ago.

Management has always believed that the industrial applications of the hemp plant will be by far the largest and most lucrative over time, even larger than the cannabinoid segment of the market. The roadmap to success in the hemp industry is starting to finally look similar to most other normalized industries as far as regulation and infrastructure. However, we are still blazing new trails and developing breakthrough technologies specific to the hemp industry and will continue to for decades to come.

Initiatives begun in 2020 are beginning to take shape in 2021 and will continue to be developed for many years to come. The Colorado Hemp-Agro-Industrial Zone will give GHG an opportunity to become a leader in sustainable eco-friendly hemp-based construction, while generating significant real estate and water assets for the Company, and shareholder value from multiple revenue streams. In addition, the Company's R&D team in Mexico is in the process of developing patented Intellectual Property that can be utilized in Colorado or widely marketed, along with developing significant collaborations to enhance its R&D process.

These are truly exciting times for GHG. If you have questions about the Company, I can be reached at info@globalhempgroup.com. We look forward to keeping you updated on the progress of the Global Hemp Group as we continue to execute on our projects.

Sincerely

Curt Huber
President & CEO

Business Update

Annual General Meeting

The Company held its Annual General Meeting in April 2021. All items voted on were approved by the shareholders. Curt Huber, Dr. Paul Perrault, Jeff Kilpatrick and Michel Lebeuf were re-elected as Directors of the Company, with Curt Huber being reappointed President and CEO, and Sebastian Tang being reappointed as CFO.

Acquisition of Western Sierra Resource Corporation Series A Preferred Shares

On May 3, 2021, the Company announced that all "Conditions Precedent" had been met and additional required documentation had been executed so that the Company could finalized the acquisition of Western Sierra Resource Corporation (WSRC) Series A Preferred shares (WSRC Prefs) as outlined in the Definitive Agreement executed with Prescient Strategies Group, LLC ("PSG"), in a private, third party transaction (see news releases of February 8 and March 5, 2021 for further details).

The Company acquired from PSG 11,006,440 WSRC Prefs, having voting rights of 100 votes per share, by issuing 11,006,400 GHG Class B Preferred shares ("GHG Prefs"), as outlined in the Company's news release of January 18, 2021. As part of this transaction, GHG issued PSG 15,000,000 common share purchase warrants (the "GHG Warrants"). The GHG Warrants will be exercisable for a period of five (5) years at a price per GHG Warrant of CAD$0.05 per share.

As part of the Definitive Agreement, the Company will also acquire an additional 8,868,560 WSRC Prefs from PSG that are currently pledged as collateral to secure US$3,842,269 loans to WSRC. These WSRC Prefs will also be acquired by GHG upon the restructuring WSRC's existing debt (the "WSRC Debt") by way of, but not limited to, the consolidation, refinance or extension of the existing WSRC Debt (the "WSRC Debt Restructuring"). Upon completion of the WSRC Debt Restructuring, the WSRC Debt will have a maturity extended to a minimum of three (3) years, with the objective of replacing existing notes and releasing the WSRC Prefs as collateral.

Shift in Business Focus

Global Hemp Group has undergone a significant shift in business focus for 2021, transforming the Company from being singularly focused on the cultivation of hemp for cannabinoid extraction, to a Company that is focused on the industrial applications of hemp. Over time, this segment of the hemp market is expected to grow to be the largest. As part of the Company's shift in focus to creating the Colorado Hemp Agro-Industrial Zone ("HAIZ"), it shut down the operation of its hemp farm in Scio, Oregon and sold the property in May, with final closing of the transaction on July 31, 2021.

Roger A. Johnson Appointed Director of GHG

On May 26, 2021, the Company appointed Roger Johnson, President and CEO of Western Sierra Resources Corp. to the Board of Directors. Mr. Johnson has served as a Director and Senior Officer of WSRC since 2018. From 2014 to 2018 he worked with WSRC management to transition the corporate focus from mining to the development of natural, renewable resources, “green” building products, conservation technologies, and related production of agricultural commodities utilizing the Company’s water assets.

Mr. Johnson has over 40 years of entrepreneurial experience in sales and marketing, start-up businesses, real property investment portfolio creation, and real estate, minerals, and water resource development. Some of Mr. Johnson’s experience and accomplishments include:

- Development of +$40 million of water assets that were ultimately acquired by WSRC in 2014.
- Acquiring and co-developing real estate projects in the Vail Valley, Colorado market where he personally and consistently produced $20,000,000 in annual real estate sales volume where the average transaction value was $300,000.
- Successfully raising tens of millions in capital for start-up businesses, REITS, real estate development projects, and joint ventures.
- Personally acquiring, renovating, and managing over 200 residential and commercial rental units.
- Personally acquiring, planning, and developing over 15,000 acres of mountain property and dramatically increasing values (over 1000%) through subdivision, strategic infrastructure improvements, niche marketing, and pre-sales.
- Co-founding a national mortgage company and managing a team of 17 mortgage originators and processors that processed an average of $420,000,000 in mortgage applications per year where the average transaction value was less than $200,000.

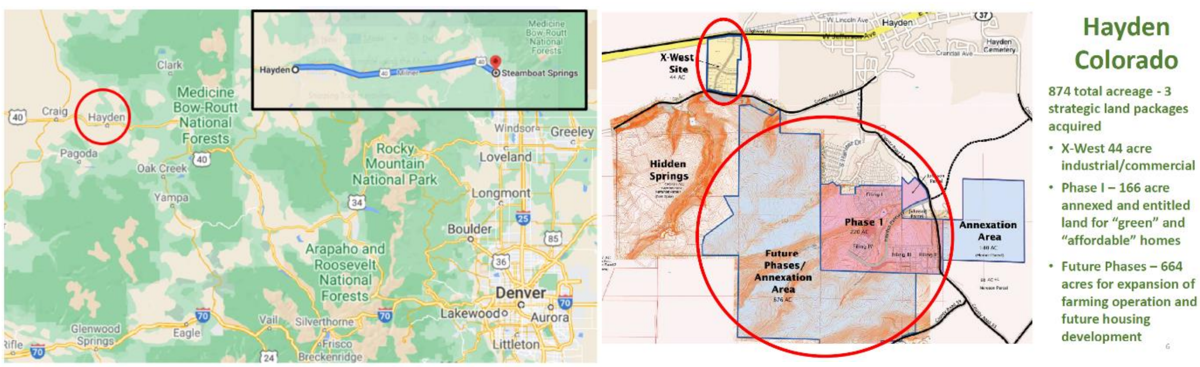
Prior to becoming President of WSRC, Mr. Johnson founded and was President of Mount Harris Development, Inc. and Prescient Strategies Group, LLC. From 2001 he personally acquired or partnered on approx. 7,500 acres of residential, commercial, and industrial development land, managed planning and land use design for annexation approvals, zoning, and entitlements; constructed gravel and paved access roads and water crossings, completed dozens of miles of associated underground utility infrastructure; designed, built and sold production homes; co-developed 4,800 acre-feet of water assets including deep wells, storage and delivery systems, as well as owning and managing oil, natural gas, and coal assets.

COLORADO HEMP AGRO-INDUSTRIAL ZONE (“HAIZ”) – Sustainable Solutions for a Greener Future

The Colorado Hemp Agro-Industrial Zone (“HAIZ”) is being developed under the banner of Innovative Hemp Technologies (IHT) in the town of Hayden, in northwest Colorado, approximately 25 miles from the Steamboat Springs ski resort.

A Project to Develop Real Estate & Water Infrastructure Assets, with Multiple Revenue Stream Opportunities

In collaboration with [Western Sierra Resource Corporation (WSRC) (OTC:WSRC)] this "vertically integrated" project has a development horizon of 20+ years and contemplates the beneficial use of substantial existing water resources to irrigate and cultivate industrial hemp; process and utilize hemp in the on-site manufacturing of green renewable construction products; and finally, to build affordable carbon neutral/carbon negative housing – all in one location under the Company's Master Plan. The Company's vision for the HAIZ complex on the 44-acre industrial site is to establish a "showcase" venue for its vendor/partners in agriculture, Research and Development, manufacturing, a range of related commercial products and green technologies and housing. This is being designed to complement the town of Hayden by further generating employment opportunity and increasing business revenue for the community.



Competitive Advantage

There are three major factors that give GHG a competitive advantage for this project, while creating a substantial barrier to entry for any competition:

1) As seen in the maps above, Hayden is in close proximity to a major ski resort community. Steamboat Springs has seen significant increases in the price of real estate over the last decade, making the economics for workforce housing exceptionally challenging, creating favourable economics for the development in Hayden.

2) With the recent completion of land assemblage, the Company's real estate holdings totally surround the southern extent of the town of Hayden, with Phase I already annexed into Hayden. There are currently no additional land packages in the immediate vicinity that would be able to be annexed into the town of Hayden by a competitive developer.

3) In order to annex land into the town of Hayden for the development of housing, the developer is required to provide the necessary water resources for its particular development, as they will not be supplied by the town. With the collaboration of WSRC the Company has sufficient water infrastructure and resources currently available to allow for the construction of up 2,969 homes.

Land Acquisitions for the Project

The Company has successfully negotiated three strategic land acquisitions since early May 2021. The Company's total land assemblage now closed or under definitive contract is 874+ acres for development of the project.

The land packages include:

- a 44+ acre annexed and zoned industrial/commercial site that will be the home for a centralized processing/ manufacturing center at the HAIZ.
- a 166+ acre annexed property for development of affordable housing, now under "hard" contract pending closing.
- an additional 664 acres of land in the project area that will expand GHG's available hemp farming acreage in the near term and will provide for the phased construction of affordable homes in the context of a Planned Unit Development subject to approval by the Town of Hayden. This 664-acre property is contiguous to the 166 acre annexed land parcel, making 830 acres available for future development of affordable homes over the Company's 20+ year development horizon for the project.

- Additional Targets – the Company will continue to increase its land holdings over the next five years. The project will leverage the existing water infrastructure to turn "dry land" farming acreage into irrigated land that can subsequently be used to develop high value agricultural crops and additional housing.

Planning and Engineering at the Project

Land Planning and Engineering Firms have been engaged by the Company which are now finalizing plans for a large-scale warehouse, decortication facility, manufacturing facility, showroom with administrative offices, and model homes. Greenhouses and associated laboratory facilities for research and development will also be part of the land-use design plan.

The Company is in discussion with cutting edge architectural firms capable of creating a wide range of innovative designs which both complement the community and are compatible with utilization of hemp-based residential, commercial, and industrial construction technologies established over decades of refinement in European markets.

Building Affordable Housing in Hayden

- Demand for Affordable Housing in Colorado resort markets has been a critical issue for nearly 40 years.

- According to the Routt County Housing Needs Assessment Report, there is pent-up demand for up to 2,500 housing units in this region.
- Current demand continues to increase. 2020 sales data suggests this demand is accelerating with increased population migration from urban to rural/resort markets that started due to the pandemic.
- Water is a primary impediment to the development of new residential projects.
- Cost of a sustainable water source represents an investment of tens of millions of dollars.
- Cost of water rights, storage & delivery infrastructure, together with land acquisition, development, and construction costs typically exceeds the defined price point (under $500,000) per residence to be considered " affordable". Result, without substantial subsidies to offset these costs, most developers will not be able to profitably produce affordable housing in this region.

  With the land and water infrastructure now in place for the project, the most significant impediments to creating a successful project are now in place.

The luxuries of a long-term project with demonstrably high demand are:

- economies of scale;
- opportunity to implement learned efficiencies;
- opportunity to continually fine-tune product offerings though intimate familiarity with a specific market.
- access to new markets stemming from other by-products of the hemp processing, such as fibre and microfibres

Execution of the Colorado HAIZ is expected to create substantial shareholder value through the development of real estate and water infrastructure assets along with the incremental introduction of multiple revenue streams to meet the Company's objectives. These elements combined with predictably increasing prices and diminishing competition over the project term are likely to result in improved profitability year-over-year. This will set the Company on a path to becoming a leader in sustainable hemp-based "green" construction in the United States.

Research & Development Division - an Integral Part of GHG's Overall Strategy

R&D is an important component of the Company and integral part of the Colorado Hemp Agro-Industrial Zone. The Company continues to look at ways to expand its R&D Division through additional collaborations and partnerships with like-minded groups in Mexico *(see Subsequent Events below for further information)*.

The Company and its collaboration partner Aramat Querétaro continue to work with the regulators for clearance to ship both hemp seed and processed hemp fibre to Mexico. Once clearance is received for the seed, the plan with Aramat is to begin cultivating hemp on an initial 1-2 ha, with the goal of supplying the R&D Division with hemp straw (hurd and fibre) for its ongoing research endeavours.

Subsequent Events

On August 23, 2021, the Company announced that to fund the recent property acquisitions and the ongoing development of the Colorado Green Community, the Company would be proceeding with a financing of up to $1.0 million of non-brokered 7.0% Secured Convertible Debentures with continued strong and reliable support of private corporate lenders. The Debentures will have a Maturity Date of September 8, 2023 and shall bear existing interest at the rate of 7.0% per annum, payable for the period commencing on the Closing Date and ending on the earlier of the Maturity Date or the date the Debenture is converted into units ("Units"). An initial closing of this Secured Convertible Debenture financing is expected prior to August 31, 2021 with a second and final closing on or about September 15, 2021. A finder's fee may be payable to eligible finder's or agents per CSE guidelines.

Each $1,000 principal amount of Debenture is convertible, at the option of the holder, into Units consisting of 20,000 common shares of the Issuer (each a "Common Share"), issued at a price of $0.05 per Common Share (the "Conversion Price"), and 20,000 detachable common share purchase warrant (each a "Warrant"), each Warrant entitling the holder to acquire one additional Common Share an exercise price of $0.05 at any time after the date of issuance and prior to the close of business on the last business day prior to the Maturity Date.

The warrants will be listed for trading on the Canadian Securities Exchange (the "CSE") and will have identical terms to the currently listed warrants trading under the ticker symbol GHG.WT. In the event that the Issuer's common shares trade on the CSE (or such other exchange on which the common shares may be traded at such time) at a volume weighted average price of $0.12 per common share or more for a period of ten (10) consecutive trading days, the Issuer may, in its sole discretion, accelerate the expiry date of the warrants by giving notice to the holders thereof and, in such case, the warrants will expire on the 30th day after the date on which such notice is given to the holder by the company.

On July 12, 2021, the Company announced that it had closed the final tranche of a Secured Convertible Debenture with identical terms as above for total gross proceeds of $1.5 million. To date, the holders of these Secured Convertible Debentures have converted $1.2 million of the original $1.5 million issued.

Collaboration Agreement with the National Autonomous University of Mexico (UNAM)

On August 24 the Company announced the signing of a Collaboration Agreement with the National University of Mexico (Universidad Nacional Autonoma de Mexico [UNAM]), one of the leading Spanish-speaking universities of the World and the most prestigious Latin American educational institution.

This agreement, No. 58327-358-30-IV-21, which is the first of its kind signed by UNAM, which has thousands of Agreements with universities and companies all over the planet, includes research, teaching and technological development in all the aspects related to hemp growth and its practical use. Through this agreement, GHG opens a unique venue for its operation in Latin America, given the leadership and regional influence of UNAM, which has facilities in every of the 32 States of Mexico as well as in San Antonio TX, Tucson AZ, Los Angeles CA, Seattle WA, Chicago IL, Boston MA, San Jose Costa Rica, Buenos Aires Argentina, London UK, Madrid Spain, Paris France, Berlin Germany, Johannesburg South Africa and Beijing China. Also, research at UNAM is one of the most active and prestigious in Latin America and encompasses Biology, Genomics, Physics, Engineering and all areas necessary to strengthen the Research and Development efforts of GHG.

It is commonly accepted that more than 25,000 products can be made of hemp. While that is generally true, few such products have reached beyond niche markets, and this is particularly true of products made of hemp straw (the industrial applications). The 80-year ban on hemp cultivation left an open field to competing products, particularly from fossil fuels, often at an environmental cost that we are now observing.

A revival of the certain industries has been observed in a number of countries where the moratorium was lifted earlier and the crop was allowed to flourish, such as hempcrete construction in Europe, and the hemp textile industry in China. Hempcrete blocks and prefab panels are making timid beginnings in the building industry, but this is held back by costs and regulatory issues. Progress of hemp fibre usage in textiles and in composite materials is hampered by costs and technological issues that limit large scale market development.

To fully exploit the beneficial aspects of hemp production and manufacturing, significant R&D efforts worldwide are required for the development of new processes and new products. GHG is committed to invest in R&D in both Mexico and Colorado to improve its block-making and processes for building materials such as binding materials for hempcrete, or in new products to fully utilize the hurd and fibre that comes out of the decortication process. Intellectual Property created through the R&D Division will not only be utilized at the Company's projects, but the goal is to create patented technology that Global Hemp is able to widely market.

Global Hemp Group's Social Media

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Selected Quarterly Information

The following table summarizes the results of operations for the Company's eight most recent quarters.

	Quarter Ended							
	30-Jun-21	31-Mar-21	31-Dec-20	30-Sep-20	30-Jun-20	31-Mar-20	31-Dec-19	30-Sep-19
	$	$	$	$	$	$	$	$
Revenue	-	-	-	-	-	-	28,875	1,207
Operating (expenses) recovery	(809,871)	(1,027,093)	(240,440)	297,078	(38,761)	5,776	(993,872)	720,989
Net Income (Loss)	(1,778,302)	(1,117,029)	(201,368)	(216,850)	(91,466)	(53,141)	(1,016,761)	660,196
Loss per share, basic & diluted	(0.01)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.01)	0.00

Results of Operations

Quarter Ended June 30, 2021 ("2021 Q3")

Loss for 2021 Q3 was $1,778,302 (Quarter Ended June 30, 2020 ("2020 Q3") – $91,466). The $871,877 loss was mainly a combined result of having operating expenses of $809,871) (2020 Q3 – $36,283), share of loss of investment in associates of $NIL (2020 Q3 - $11,766), Loss on impairment of assets held for sale of $906,046 (2020 Q3 - $NIL), exchange loss of $21,728 (2020 Q3 – $46,143), and Loss on disposal of a subsidiary of $45,618 (2020 Q3 - $NIL).

The significant increase in the operating expenses from $38,761 in 2020 Q3 to $809,871 in 2021 Q3 is mainly due to the recognition of share based compensation of $552,210 (2020 Q2 - $NIL), advertising and promotion expenses of $61,051 (2020 Q3 - $136), consulting expenses of $22,887 (2020 Q3 – $NIL), professional fees of $37,644 (2020 Q3 - $20,002), salaries and wages of $50,027 (2020 Q3 - $NIL) and interest and bank charges of $48,753 (2020 Q3 - $924) was due to the consolidation of the farmland mortgage loan of 41389 Farms Ltd. in the current quarter. 41389 Farms Ltd. became a wholly-own subsidiary of the Company on September 28, 2020. The significant increase in share based compensation in 2021 Q3 comparing to 2020 Q3 was due to the grant of 7,000,000 stock options during 2021 Q3.

The significant increase in advertising and promotion in 2021 Q3 was due to the initiation of marketing programs to reach a broader audience for the Global Hemp Group story. The increase in consulting fees, professional fees and salaries and wages in 2021 Q3 was a result of the various corporate development activities including the acquisition of WSRC Prefs, the development of the Colorado Hemp Agro-Industrial Zone, and the initiation of the Industrial Hemp R&D development activities in Mexico.

There were no Share of Loss of Investment in Associates during 2021 Q3 versus loss of $11,766 in 2020 Q3. The 2020 Q3 Share of loss of investment in associates was related to the 50% share of the operating losses incurred by Covered Bridge Acres Ltd. ("CBA Oregon"), the Oregon Joint Venture company incorporated in April 2018. GHG has been a 100% owner of CBA Oregon since September 28, 2020 and therefore the loss of CBA Oregon in fiscal 2021 has been consolidated into the operating loss of GHG.

The loss on impairment of assets held for sale of $906,046 recognized during 2021 Q3 was related to the sale agreement for the disposal of the farmland in Oregon entered in May 2021. The net proceeds were received in full $1,043,041 (U$841,569) in the final quarter ending September 30, 2021. The impairment loss represents the write-down of the carrying value of the farmland in Oregon to the net proceeds.

The loss on disposal of a subsidiary in 2021 Q3 was related to the dissolution of the Company's New Brunswick controlled subsidiary.

Nine Months Ended June 30, 2021 ("2021"Q3 YTD")

Loss for 2021 Q3 YTD was $3,122,010 (Nine Months Ended June 30, 2020 ("2020 Q3 YTD") – loss of $1,161,368). The $2,215,964 loss was mainly a combined result of having operating expenses of $2,077,404 (2020 Q3 YTD –$1,005,855), share of loss of investment in associates of $NIL (2020 Q3 YTD - $179,475), loss on settlement of services with shares of $20,000 (2020 Q3 YTD - $NIL), the write-off of biological assets of $58,078 (2020 Q3 - $NIL) and exchange loss of $19,623 (2020 Q3 YTD – Gain of $20,257).

The significant increase in the operating expenses from $1,005,855 in 2020 Q3 YTD to $2,215,964 in 2021 Q3 YTD was mainly due to the recognition of share based compensation of $1,507,671 (2020 Q3 YTD - $912,600), advertising and promotion expenses of $159,796 (2020 Q3 YTD - $429), interest & bank charges of $61,408 (2020 Q3 YTD - $$3,173), consulting expenses of $50,166 (2020 Q3 YTD – $8,878), professional fees of $74,420 (2020 Q3 YTD - $26,246), salaries and wages of $74,420 (2020 Q3 YTD - $26,246) and trust and filing fees of $35,942 (2020 Q3 YTD - $18,846).

The increase in share based compensation in 2021 Q3 YTD comparing to 2020 Q3 was due to the grants of 5,300,000 stock options during 2021 Q1, 7,800,000 incentive stock options and 9,000,000 share purchase warrants during 2021 Q2 and 7,000,000 stock options during 2021 Q3. Interest and bank charge increased from $3,173 in 2020 Q3 YTD to $61,408 in 2021 Q3 YTD was due to the consolidation of the farmland mortgage loan of 41389 Farms Ltd. in the current quarter. 41389 Farms Ltd. became a wholly-own subsidiary of the Company on September 28, 2020.

The increase in advertising and promotion expenses, consulting expenses, professional fees, salaries and wages and trust and filing fees in 2021 Q3 YTD versus 2020 Q3 YTD was due to the similar reasons discussed in the paragraph of the Three Months Ended June 30, 2021, together with the private placements closed in the quarter ended December 31, 2020, and convertible debentures issuance in June 2021.

There were no Share of Loss of Investment in Associates during 2021 Q3 YTD versus loss of $179,475 in 2020 Q3 YTD. The 2020 Q3 YTD Share of loss of investment in associates was related to the 50% share of the operating losses incurred by Covered Bridge Acres Ltd. ("CBA Oregon"), the Oregon Joint Venture company incorporated in April 2018. GHG becomes 100% owner of CBA Oregon on September 28, 2020 and therefore the loss of CBA Oregon in fiscal 2021 has been consolidated into the operating loss of GHG.

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Write-off of biological assets of $58,078 during 2021 Q3 YTD (2020 Q3 YTD - $NIL) was due to the destruction of biological assets held in Oregon after the forest fire in 2021 Q1.

The loss on settlement of service with shares of $20,000 during 2021 Q3 YTD (2020 Q3 YTD - $NIL) was due to the difference between the fair value of $90,000 for the 1,000,000 shares issued on February 22, 2021 and the agreed advertising and promotion service value in the amount of $70,000.

As at June 30, 2021, the Company had $510,846 cash (September 30, 2020 - $16,372), $238,783 property and equipment (September 30, 2020 - $2,358,599), accounts payable and accrued liabilities of $484,445 (September 30, 2020 - $677,461), notes payable of $170,034 (September 30, 2020 - $826,426) and $9,046,487 in share capital (September 30, 2020 - $7,118,029).

Liquidity and Capital Resources

Financing of operations has been achieved primarily through equity and debt financing. The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when they are due. As at June 30, 2021, the Company had a working capital of $231,044.

Management realizes that the current liquidity and capital on hand is not sufficient to develop the Company into a viable business. In order to improve the working capital, the Company may further raise capital in the future to finance the Company's operations through equity or debt financing, including related party loan, or through other arrangements including but not limited to joint-venturing.

While the Company believes it will be able to raise additional financing when required, there is no guarantee that the Company can complete equity or debt financings in the future. There are inherent risks associated with the equities market and fluctuations in this market could negatively impact the Company's liquidity and access to capital resources. See the "Risks and Uncertainties" for further discussion of the risks the Company may have.

Proposed Transactions

There are no proposed transactions that may have material impact to the Company.

Outstanding Share Data

As at the date of this MD&A, the Company has the following shares or equities that are convertible to the Company's share capital on a one-to-one basis:

Class A Common Shares	296,993,392
Warrants	139,070,006
Stock Options	24,850,000

Off-Balance Sheet Arrangements

The company does not have off-balance sheet arrangements.

Transactions with Related Parties

	Nature of transactions	Nine months ended June 30, 2021	2020
		$	$
President/CEO	Salaries/Consulting fees	74,800	7,500
Director	Consulting fees	24,900	-
CFO	Accounting fees	5,000	4,500
Director	Legal fees	53,123	3,345
Directors and officers	Share-based compensation	630,809	912,600

Included in accounts payable and accrued liabilities, there were $129,377 (September 30, 2020 - $128,403) due to directors and officers for unpaid consulting fees and expense reimbursements. These amounts are unsecured, non-interest bearing with no fixed payment terms.

During the nine months ended June 30, 2021, the Company incurred salaries and accrued vacation pay of $74,800 for the service of Curt Huber, the President/CEO (Nine months ended June 30, 2020 - $7,500 consulting fees) and recognized share based compensation of $365,905 (Nine months ended June 30, 2020 - $304,200). Mr. Huber participated in the private placement closed on December 11, 2020 (note 10) though a subscription of 4,000,000 units at $0.015/unit for $60,000. A balance of $14,809 (including accrued wages paid in April and accrued vacation pay) was owed to Mr. Huber as at June 30, 2021 (September 30, 2020 - $52,500).

During the nine months ended June 30, 2021, the Company incurred accounting fees of $5,000 for the service of Bookskipper Accounting and Service, an entity owned by Sebastian Tang, the CFO (Nine months ended June 30, 2020 - $4,500) and recognized share based compensation of $16,000 (Nine months ended June 30, 2020 - $NIL). Balance accrued for the CFO service of $1,500 was recorded as at June 30, 2021 (September 30, 2020 - $2,000).

During the nine months ended June 30, 2021, the Company incurred legal fees of $53,123 (Nine months ended June 30, 2020 - $3,345) for the service of Dunton Rainville LLP, a law firm controlled by Michel Lebeuf, a director appointed in May 2020, and share based compensation of $35,000 for Mr. Lebeuf was recognized. On March 9, 2021, Mr. Lebeuf exercised 500,000 share purchase options with exercise price of $0.055/share. A balance of $85,245 was owed to Dunton Rainville LLP as at June 30, 2021 (September 30, 2020 - $31,078).

During the nine months ended June 30, 2021, the Company incurred consulting fee of $24,900 (Nine months ended June 30, 2020 - $NIL) to Service Conseil Perrault Inc., an entity controlled by Mr. Paul Perrault, a director of the Company and recognized share based compensation of $189,904 for Mr. Perrault (Nine months ended June 30, 2020 - $304,200). A balance of $18,750 was owed to Service Conseil Perrault Inc. as at June 30, 2021 (September 30, 2020 - $26,250).

During the nine months ended June 30, 2021, the Company recognized share based compensation of $24,000 (Nine months ended June 30, 2020 - $NIL) to Jeff Kilpatrick, a director. A balance of $9,073 was owed to Mr. Kilpatrick as at June 30, 2021 (September 30, 2020 - $15,000).

Financial Instruments and Other Instruments

Refer to Notes 3 to the Company’s financial statements for the year ended September 30, 2020.

Changes in Accounting Policies including Initial Adoption

Refer to Notes 3 to the Company’s interim financial statements for the three and nine months ended June 30, 2021.

Risks and Uncertainties

Readers are cautioned that the foregoing lists of risks, uncertainties and other factors are not exhaustive.

Significant risks of the Company’s business include the following:

New Business

Our business is subject to risks inherent in the establishment of a new business enterprise, such as limited historical financial information, limited capital resources and the inability to raise additional funds when required. No commitments to provide additional funds have been made by management or other shareholders.

COVID-19 (Coronavirus)

On March 11, 2020, the current outbreak of COVID-19 (Coronavirus) was declared a global pandemic, which has had a significant impact on businesses through the restrictions put in place by the Canadian, provincial and municipal governments regarding travel, business operations and isolation/quarantine orders. As a result, global equity markets and oil prices have experienced significant volatility and weakness. At this time, it is unknown the extent of the impact the COVID-19 outbreak may have on the Company as this will depend on future developments that are highly uncertain and that cannot be predicted with confidence. These uncertainties arise from the inability to predict the ultimate geographic spread of the disease, and the duration of the outbreak, including the duration of travel restrictions, business closures or disruptions, and quarantine/isolation measures that are currently, or may be put, in place by Canada and other countries to fight the virus.

Dilution to the Existing Shareholders

The Company is very likely to further issue common stock to raise additional capital. The issuance of additional equity securities by the Company could result in a significant dilution in the equity interests of existing shareholders.

Reliance on Management's Expertise

GHG strongly depends on the expertise of its management team and there is little possibility that this dependence will decrease in the near term. The loss of the services of any member of such team could have a material adverse effect on the Company. GHG does not have any key person insurance in place for management.

Permits and Licenses

The hemp and cannabis industries may require the Company to obtain regulatory or other permits and licenses from various governmental licensing bodies. There can be no assurance that the Company will be able to obtain all necessary permits and licenses that are required to carry out the Company's hemp and cannabis business.

Conflicts of Interest

Certain of the directors of the Company also serve as directors and/or officers of other companies in similar line of business. Consequently, there exists the possibility for such directors to be in a position of conflict. Any decision made by such directors involving the Company will be made in accordance with their duties and obligations to deal fairly and in good faith with the Company and such other companies. In addition, such directors will declare, and refrain from voting on, any matter in which such directors may have a conflict of interest.

Financial and Disclosure Controls and Procedures

The Company's certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they make. Investors should be aware that inherent limitations on the ability of the Company's certifying officers to design and implement on a cost-effective basis DC&P and ICFR as defined in NI 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

In connection with Exemption Orders issued in November 2007 and revised in December 2008 by each of the securities commissions across Canada, the Chief Executive Officer and Chief Financial Officer of the Company will file a Venture Issuer Basic Certificate with respect to the financial information contained in the unaudited interim financial statements and the audited annual financial statements and respective accompanying Management's Discussion and Analysis.

In contrast to the certificate under National Instrument ("NI 52-109") (Certification of Disclosure in Issuer's Annual and Interim Filings), the Venture Issuer Basic Certification does not include representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting, as defined in NI 52-109.

Directors and Officers

Curt Huber	Director, President & CEO
Dr. Paul Perrault	Director
Roger A. Johnson II	Director
Jeffrey Kilpatrick	Director
Michel Lebeuf	Director
Sebastian Tang	CFO