Offering Document under the Listed Issuer Financing Exemption

April 20, 2023

GLOBAL HEMP GROUP
A HEALTHIER FUTURE THROUGH SUSTAINABLE BUSINESS STRATEGIES

GLOBAL HEMP GROUP INC. (the "Company" or "GHG")

PART 1 – DETAILS OF THE OFFERING

What are we offering?

Offering:	Up to a maximum of 100,000,000 Units (the "**Units**"). Each Unit will be comprised of one common share (a "**Unit Share**") and one common share purchase warrant (each whole warrant a "**Warrant**"). Each Warrant will be exercisable to acquire one common share (a "**Warrant Share**") in the capital of the Company at an exercise price of $0.05 per Warrant for a period of thirty-six (36) months following the closing (the "**Offering**").
Offering Price:	$0.01 per Unit (the "**Unit Issue Price**")
Offering Amount:	Up to 100,000,000 Units for maximum gross proceeds of $1,000,000. There are only a maximum number of Units that must be distributed.
Closing Date:	The Corporation reserves the right to proceed with multiple closings of the Offering, without any restrictions as to minimum amounts subscribed, on or before May 20, 2023 or such other date not exceeding 45 days from the date the Company has filed the news release (the "**Closing Date**").
Exchange:	The Company's common shares are listed on the Canadian Securities Exchange (the "**CSE**") under the trading symbol 'GHG', on the OTC Pink under the trading symbol 'GBHPF' and on the Frankfurt Stock Exchange ("**FSU**") under the trading symbol 'GHG'.
Last Closing Price:	The last closing price of the Company's common shares on the CSE and OTC Pink and the FSU on April 19, 2023, was $0.01, US$0.005, and €0.004, respectively.

"No securities regulatory authority or regulator has assessed the merits of these securities or reviewed this document. Any representation to the contrary is an offence. This offering may not be suitable for you and you should only invest in it if you are willing to risk the loss of your entire investment. In making this investment decision, you should seek the advice of a registered dealer.

GHG is conducting a listed issuer financing under section 5A.2 of National Instrument 45-106 Prospectus Exemptions. In connection with this offering, the issuer represents the following is true:

- **The issuer has active operations and its principal asset is not cash, cash equivalents or its exchange listing.**

- **The issuer has filed all periodic and timely disclosure documents that it is required to have filed.**

- **The total dollar amount of this offering, in combination with the dollar amount of all other offerings made under the listed issuer financing exemption in the 12 months immediately before the date of this offering document, will not exceed $5,000,000.**

- **The issuer will not close this offering unless the issuer reasonably believes it has raised sufficient funds to meet its business objectives and liquidity requirements for a period of 12 months following the distribution.**

- **The issuer will not allocate the available funds from this offering to an acquisition that is a significant acquisition or restructuring transaction under securities law or to any other transaction for which the issuer seeks security holder approval."**

Forward-looking statements

This offering contains forward-looking statements and 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 offering document 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, the Company’s expectations with respect to the use of proceeds and the use of the available funds following completion of the offering; the completion of the offering, and the expected Closing Date. 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 offering document, 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.

PART 2 – SUMMARY DESCRIPTION OF OUR BUSINESS

What is our business?

Global Hemp Group Inc. (CSE: GHG / OTC: GBHPF / FRANKFURT: GHG), is focused on executing a multi-phased strategy to become a leader in the industrial hemp industry. To further support and innovate, GHG has established a R&D Division to actively pursue the development of Intellectual Property that can be patented for implementation at its projects and beyond. The division is led by Prof. Víctor M. Castaño, Ph.D. whose career has focused in the areas of applied science and technology. The R&D team will initially focus on development of Environmentally Friendly Construction Materials, Nanofertilizers and Enhanced Extraction from Hemp.

GHG has expanded its scope of business into natural biologic therapeutics having acquired the exclusive North America licensing of patents and IP from Apollon Formularies Plc, a UK-based international pharmaceutical company developing cancer treatments from natural biologics, including medical cannabis, functional mushrooms, psychedelic mushrooms and combinations of these compounds, which to date have shown successful independent, third-party results in pre-clinical testing. Apollon utilizes an artificial intelligence-based drug discovery platform. GHG will look to begin sub-licensing this IP throughout Canada, the United States and Mexico where legally permitted to do so.

Recent Developments

Licensing Agreement with Apollon Formularies Plc

On January 9, 2023, the Company has executed a binding Letter of Intent with Apollon Formularies Plc - AQSE: APOL ("**Apollon**") (the "**LOI**"), a UK-based international pharmaceutical company developing cancer treatments from natural biologics, including medical cannabis, functional mushrooms, psychedelic mushrooms and combinations of these compounds, which to date have shown successful independent, third-party results in pre-clinical testing. Apollon utilizes an artificial intelligence-based drug discovery platform.

Under the terms of the binding LOI dated January 9, 2023, GHG will acquire the exclusive perpetual license for North America (specifically, the United States, Canada and Mexico) to certain Apollon intellectual property and proprietary technology, including, but not limited to, four key patents including any continuations, divisionals, and continuations-in-part, along with any and all associated preclinical and clinical data relating to the patents and proprietary technology (the "**IP**"). The Company has also been granted a 60-day option to conduct due diligence, following which GHG may exercise its option to acquire the entirety of Apollon's global assets.

On January 19, 2023, the Company has executed an exclusive licensing agreement (the "**License Agreement**") covering the licensing of the right to Apollon's patent applications and the Technology for the United States, Canada, and Mexico. During the term of this License Agreement, GHG shall pay a quarterly licensing fee to Apollon ("**Licensing Fee**"), the payment of which shall be triggered when revenues are first generated from sublicensing activities. Payment of the Licensing Fee shall commence with the subsequent quarter. The Licensing Fee shall equal 10% of gross sublicensing fees received by GHG, and the parties agree to reconsider the Licensing Fee from time to time, and if circumstances warrant, the Parties agree to negotiate in good faith to determine a reasonable revised License Fee.

GHG will now look to begin an IP sub-licensing program to legally licensed manufacturers, distributors, and retailers in any and all locations where legally permitted in the United States, Canada, and Mexico. Until now, Apollon has been precluded from entering the North American market to license and sub-license its IP due to jurisdictional constraints placed on Apollon being an AQUIS Exchange listed UK company. Dr. Stephen Barnhill, the Company's Special Medical Advisor and creator of Apollon's IP will assist GHG in entering these markets.

The Company has begun pursuing two models for the marketing of the Company's Exclusive Licensing of Apollon patents and IP, one that will look to create a partnership with a manufacturer/distributor, that will be more focused on the direct-to-consumer revenue share model, and the other will be focused on sublicensing the IP to manufacturer/distributors through out the United States, followed by Canada, Mexico, Israel, and the European Union (with extension to Morocco).

GHG has entered into discussions with a group to partner with that has significant expertise in bringing new products to market in the space. The partner model is likely to be the most profitable model over time, as it tends to have considerably higher profit margins. The second revenue model is the sublicensing of Company's Exclusive Licensing of Apollon patents and IP to established manufacturer/distributors, where the Company will receive an initial sublicensing fee along with ongoing sublicensing fees tied to the sales of the distributors.

On April 4, 2023, the Company has advanced a final payment of US$150,000 to Apollon.

For more information regarding the acquisition with Apollon, please consult the Company's news releases dated January 11, January 23, February 6, 2023, March 21, 2023, and April 4, 2023.

Hemp Agro-Industrial Zone Project

GHG has been focused on executing a multi-phased strategy in the industrial hemp industry. The current phase of this strategy has focused on the opportunity to develop "sustainable" and "green" value-added industrial hemp products utilizing the processing of the entirety of the hemp plant for multi-merchantable applications under the vision of the HAIZ (Hemp Agro-Industrial Zone).

Global Hemp Group's R&D Division

The R&D Division in Querétaro Mexico continues to be an important component of Company's business model. The R&D team is currently focused on development of patented technology that can be widely marketed.

The group is completing work on two initial patents that it expects to file early in 2023. The first, a novel building material utilizing hemp fiber that has been chemically modified to increase its mechanical performance and then combined with rice husks, an important agricultural by-product found worldwide, creating a product that could be used as a replacement for Medium-Density Fiberboard (MDF) in construction. As rice husks are not biodegradable, this is an ideal method for utilizing the waste from the rice industry. The second patent is an environmentally friendly procedure to extract cannabidiol (CDB) and other cannabinoids from hemp utilizing enzymes from natural products. The process has proven to be economical, while leaving no residual chemicals or solvents.

The R&D group is also actively exploring additional academic and economic partnerships to expand its research endeavours relating to hemp and hemp-based products.

Definitive Agreement with Western Sierra Resources Corporation

The Company has experienced significant delays in its payment obligations under the original Definitive Agreement executed with Western Sierra Resources Corporation ("**WSRC**") and

Prescient Solutions Group LLC relating to the Green Community/HAIZ Project in Hayden Colorado. During the course of 2022, the Company has worked with WSRC to restructure the Definitive Agreement to clarify and simplify the relationship of the parties, with the execution of either a revised Definitive Agreement or Joint Venture agreement. GHG and its capital markets advisor had discussions with WSRC regarding potential direct funding partners for the project under a new Joint Venture scenario. These negotiations have not reached a successful conclusion; therefore, the Definitive Agreement has been terminated on February 6, 2023.

Reverse Takeover with Revitalize Earth

On July 12, 2022, the Company has announced that it has entered into a binding letter of intent dated July 8, 2022 with Revitalize Earth, a private arm's length non-profit company incorporated pursuant to the laws of California, to consummate a going-public transaction for Earth involving the reverse take-over of GHG. On January 3, 2023, the Company terminated the transaction with Revitalize Earth.

Private Placement May 2022

On May 22, 2022, the Company has completed a non-brokered private placement of 30,000,000 units at a price of $0.02 per unit, for gross proceeds of $600,000. Each unit was comprised of one common share of the Company and one common share purchase warrant of the Company. Each whole common share purchase warrant entitled the holder thereof to acquire one additional common share at a price of $0.05 per Common Share for a period expiring on September 8, 2023. The common share purchase warrants are listed for trading on the CSE after the expiry of the hold period and will have identical terms to the listed warrants of the Company currently outstanding and trading under the ticker symbol GHG.WT. In the event that the Company'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 share or more for a period of 10 consecutive trading days, the Company will have the right to accelerate the expiry date of the common share purchase warrants by giving notice to the holders thereof and, in such case, the common share purchase warrants will expire on the 30th day after the date on which such notice is given to the holder by the Company. The use of funds will be for general working capital purposes.

Material Facts

There are no material facts about the securities being distributed that have not been disclosed in this offering document or in any other document filed by the Company in the 12 months preceding the date of this offering document.

What are the business objectives that we expect to accomplish using the available funds?

The business objectives that we expect to accomplish using the available funds are for general working capital purposes.

PART 3 – USE OF AVAILABLE FUNDS

What will our available funds be upon the closing of the Offering?

		Assuming 100% of the Offering
A	Amount to be raised by this Offering	$1,000,000
B	Selling commissions and fees	$80,000

C	Estimated Offering costs (e.g., legal, accounting, audit)	$25,000
D	Net proceeds of the Offering D = A – (B + C)	$895,000
E	Working capital as at March 31, 2023[1]	$5,675[1]
F	Additional sources of funding[2]	$250,000
G	Total available funds G = D+E+F	$1,150,675

Notes:

(1) There has been a significant decline in the Company's working capital since the September 30, 2022 Year End financial statement, as funds on hand were used for G&A and the ongoing development of the Company's current business endeavours.

(2) The Company is currently completing a concurrent non-brokered private placement for gross proceeds of $250,000 with the same terms as this offering document. The Company may pay finders' fees in connection with this private placement. A first tranche closing has closed on March 31, 2023 for gross proceeds of $26,000.

How will we use the available funds?

The Company plans to allocate the net proceeds of the Offering for general working capital purposes for development of its ongoing business endeavours and debt reduction.

Description of intended use of available funds listed in order of priority	**Assuming 100% of the Offering**
Corporate G&A including salaries, legal, audit, public listing costs	$378,000
Debt Reduction[1]	$301,094
Development of the Company's ongoing business endeavours / marketing of IP pursuant to the License Agreement	$471,581
Total	**$1,150,675**

Notes:

(1) Accrued corporate G&A and loan repayment.

These Company's latest interim financial statements have been prepared on the basis of accounting principles applicable to a going concern which assumes the Company will be able to realize its assets and discharge its liabilities in the normal course of operations. The Company's continuation as a going concern is dependent upon its ability to attain profitable operations and generate funds there from and/or raise equity capital or borrowings sufficient to meet current and future obligations. These factors indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. Management intends to finance operating costs over the next twelve months with debt and or private placements of common shares. Should the Company be unable to continue as a going concern, the net realizable value of its assets may be materially less than the amounts on its consolidated statement of financial position. The offering is intended to permit the Company to develop its ongoing business endeavours and reduce its debt, and is not expected to affect the decision to include a going concern note in the next annual financial statements of the Company.

How have we used the other funds we have raised in the past 12 months?

Previous Financing Activity	Intended Use of Funds	Use of Funds to April 20, 2023
$600,000 Units private placement(1)	General working capital and Business Development	$600,000

Notes:

(1) On May 22, 2022, the Company closed a non-brokered private placement of units for gross proceeds of $600,000. Each unit was comprised of one common share of the Company and one common share purchase warrant of the Company. Each whole common share purchase warrant entitled the holder thereof to acquire one additional common share at a price of $0.05 per Common Share for a period expiring on September 8, 2023. The common shares purchase warrants are subject to acceleration rights, as described above. See "Private Placement May 2022".

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General working capital are detailed in the table below:

General Administration	$287,327
Legal & Closing Costs	$126,898
Development of the Company's ongoing business endeavours	$185,775
Working Capital	$3,750
Total use of funds to April 20, 2023	$600,000

PART 4 – FEES AND COMMISSIONS

Who are the dealers or finders that we have engaged in connection with this offering, if any, and what are their fees?

The Company has engaged EMD Financial Inc., a registered exempt market dealer, to assist with the Offering. The Company will compensate EMD Financial Inc. in the following manner:

Compensation Type:	Finder's Fee and Finder's Warrants.
Finder's Fee Commission:	8.0% of the gross proceeds of the Offering.
Finder's Warrants:	EMD Financial Inc. will receive, on the Closing Date, finder's warrants (the "**Finder's Warrants**") entitling it to purchase up to 8.0% of the total number of common shares sold pursuant to the Offering, exercisable at the issue price of $0.05 at a price per share for a period of twenty-four (24) months following the Closing Date.

Do(es) the dealer(s) have a conflict of interest?

To the knowledge of the Company, it is not a "related issuer" or "connected issuer" of or to the dealer, as such terms are defined in National Instrument 33-105 – Underwriting Conflicts.

PART 5 – PURCHASERS' RIGHTS

"Rights of Action in the Event of a Misrepresentation

If there is a misrepresentation in this offering document, you have a right

a) to rescind your purchase of these securities with GHG, or
b) to damages against GHG and may, in certain jurisdictions, have a statutory right to damages from other persons.

These rights are available to you whether or not you relied on the misrepresentation. However, there are various circumstances that limit your rights. In particular, your rights might be limited if you knew of the misrepresentation when you purchased the securities.

If you intend to rely on the rights described in paragraph (a) or (b) above, you must do so within strict time limitations.

You should refer to any applicable provisions of the securities legislation of your province or territory for the particulars of these rights or consult with a legal adviser.

PART 6 – ADDITIONAL INFORMATION

Where can you find more information about us?

Security holders can access GHG's continuous disclosure filings on SEDAR at www.sedar.com under GHG's profile.

For further information regarding GHG, visit our website at: https://www.globalhempgroup.com/.

CERTIFICATE OF THE ISSUER

This offering document, together with any document filed under Canadian securities legislation on or after April 20, 2022, contains disclosure of all material facts about the securities being distributed and does not contain a misrepresentation.

April 20, 2023

"Signed" Stephen Barnhill Jr.

Curt Huber

Interim Chief Executive Officer & President

"Signed" Rachel Lu

Rachel Lu

Chief Financial Officer