

**BC FORM 51-102F3**

Securities Act

**MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT**

**Item 1. Reporting Issuer**

Mojave Jane Brands Inc.  
Suite 2050 – 1055 West Georgia Street  
PO Box. 11121  
Vancouver, BC V6E 3P3

**Item 2. Date of Material Change**

February 2, 2021

**Item 3. News Release**

Issued on February 2, 2021 at Vancouver, BC, Canada.

**Item 4. Summary of Material Change**

Mojave Jane Brands Inc. announces that Mr. Campbell Birge has resigned as Chief Executive Officer (“CEO”) and Chief Financial Officer (“CFO”) of Mojave effective immediately and Mr. Mervyn Pinto has been appointed as CEO and CFO.

**Item 5. Full Description of Material Change**

See attached press release.

**Item 6. Reliance on Section 85(2) of the Act**

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N/A

**Item 7. Omitted Information**

None

**Item 8. Senior Officers**

The following senior officers of the Issuer are knowledgeable about the material change and may be contacted by the Commission at the address and telephone number:

Peeyush Varshney  
Director  
(604) 684-2181

Satnam Brar  
Director  
(604) 684-2181

**Item 9. Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

Dated this 2<sup>nd</sup> Day of February, 2021

*"Peeyush K. Varshney"*

Peeyush K. Varshney

Name

Director

Position / Title

Vancouver, B.C.

Place of Declaration

**MOJAVE JANE BRANDS INC.**  
Suite 2050, 1055 W. Georgia St.  
P.O. Box 11121, Royal Centre  
Vancouver, British Columbia Canada V6E 3P3  
Telephone: 604 684-2181

*For Immediate Release*

Tuesday, February 2, 2021  
(No. 2021-02-02)

## **MOJAVE ANNOUNCES BOARD AND MANAGEMENT CHANGES**

**Vancouver, British Columbia, Canada – February 2, 2021 - Mojave Jane Brands Inc. (CSE: JANE) (OTCQB: HHPHF) (FSE: OHCN) (“Mojave” or the “Company”)** announces that Mr. Campbell Birge has resigned as Chief Executive Officer (“CEO”) and Chief Financial Officer (“CFO”) of Mojave effective immediately. The Company would like to thank Mr. Birge for his time serving as a CEO and CFO. Mr. Birge will remain as a Director of the Company.

Mojave is pleased to announce that it has appointed Mr. Mervyn Pinto as CEO, CFO and a Director of the Company. Mr. Pinto is currently the President and CEO of Minaean SP Construction Corp. (TSX.V: MSP) and he has been a director and executive officer of various publicly traded companies including Kepler Acquisition Corp. which later completed its qualifying transaction with ESE Entertainment Inc. (TSX.V: ESE).

### **ON BEHALF OF THE BOARD OF DIRECTORS**

*“Peeyush Varshney”*

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PEEYUSH VARSHNEY, LL.B

Director

**For more information about Mojave Jane, please contact:**

[info@mojavejane.com](mailto:info@mojavejane.com)

***The CSE does not accept responsibility for the adequacy or accuracy of this release.***

*Certain statements contained in this press release constitute forward-looking information. These statements relate to future events or future performance. The use of any of the words "could", "intend", "expect", "believe", "will", "projected", "estimated" and similar expressions and statements relating to matters that are not historical facts are intended to identify forward-looking information and are based on the Company's current belief or assumptions as to the outcome and timing of such future events.*

*Actual future results may differ materially. In particular, this release contains forward-looking information relating to the intention of the parties to complete the Acquisition and certain ancillary transactions contemplated thereby. These transactions are subject to a number of material risks, and there is no assurance that they will be completed on the terms or within the timeframes currently contemplated, or at all. The forward-looking information contained in this press release is made as of the date hereof and the Company is not obligated to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable securities laws. Because of the risks, uncertainties and assumptions contained herein, investors should not place undue reliance on forward-looking information. The foregoing statements expressly qualify any forward-looking information contained herein.*