

**FORM 51-102F3
MATERIAL CHANGE REPORT**

CONTENT OF MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

New Age Farm Inc. (the "Company" or "New Age Farm")
106 - 1641 Lonsdale Avenue
North Vancouver, BC V7M 2J5

Item 2 Date of Material Change

June 1, 2016

Item 3 News Release

The information pertaining to this material change was disseminated via Newsfile on June 1, 2016.

Item 4 Summary of Material Change

New Age Farm operations have commenced at its Oroville, WA location.

Item 5 Full Description of Material Change

New Age Farm announced that it has completed its first build out at its Oroville, WA property to accommodate the first tenant-grower crop to be grown at this site. The tenant-grower (the "Tenant-Grower") has already planted 25% of a total count of 1500 plants and has a full crew on site to complete the rest of the planting, which should be done by the end of this week. Within the next 90 days the plants will mature and the Tenant-Grower will harvest its first crop from the Oroville site. Shortly thereafter, New Age Farm and its Tenant-Grower will be in a cash flow position. Another tenant-grower has harvested crop in storage on site. New Age Farm currently has four tenant-grower leases in place and additional crops will be planted as build outs at our sites complete.

A copy of the news release is attached hereto as Schedule "A".

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

This does not apply.

Item 7 Omitted Information

The Company has not omitted any information.

Item 8 Executive Officer

Carman Parente
Chief Executive Officer
604-880-3144

Item 9 Date of Report

This report is dated June 1, 2016



APPENDIX A
News Release

New Age Farm's Oroville Operations Begin

June 1, 2016 - Vancouver, BC

New Age Farm Inc. (CSE:NFX) (OTC:NWGF) (FSE:ONF) (www.newagefarminc.com) ("New Age Farm" or the "Company") is pleased to announce that it has completed its first build out at its Oroville, WA property to accommodate the first tenant-grower crop to be grown at this site. The tenant-grower (the "Tenant-Grower") has already planted 25% of a total count of 1500 plants and has a full crew on site to complete the rest of the planting, which should be done by the end of this week. Within the next 90 days the plants will mature and the Tenant-Grower will harvest its first crop from the Oroville site. Shortly thereafter, New Age Farm and its Tenant-Grower will be in a cash flow position. Another tenant-grower has harvested crop in storage on site. New Age Farm currently has four tenant-grower leases in place and additional crops will be planted as build outs at our sites complete.

CEO Carman Parente stated, "We are really excited to see the first plants go in the ground and are looking forward to a successful growing season. This first crop signals a new phase for New Age Farm and we are ready to accept expressions of interest from new tenant-growers who may wish to take advantage of our innovative turnkey model."

About New Age Farm

New Age Farm is in the business of providing fully built out turnkey farming solutions for growers of high value luxury crops. We have operations in Washington State and British Columbia and are interested in bringing our innovative model to other jurisdictions with legalized medical and/or recreational marijuana.

Washington State

Through its Washington State subsidiary, New Age Farm owns two properties, one in Sumas, WA, and the other in Oroville, WA where it can offer fully built out turnkey service operations to licensed I-502 tenant-growers who lease the facilities for production and processing. With multiple leases already in place, first tenant-grower operations in Washington State have begun and the build out of facilities continues for additional tenant-grower operations for current and new lessees.

About the Washington I-502 Marijuana Market

In November 2012, the Washington State Liquor Control Board ("WSLCB") passed Initiative 502 ("I-502") allowing the WSLCB to regulate and tax recreational marijuana products for persons over twenty-one years of age, thereby creating a new industry for the growing, processing and selling of Washington State-regulated recreational marijuana products. A recent WSLCB commissioned report by the Rand organization suggests that there are currently up to 650,000 recreational marijuana users in Washington State, worth approximately \$1.25 - \$1.5 Billion USD in annual sales.

British Columbia

Through its wholly-owned subsidiary, NHS Industries Ltd. ("NHS"), New Age owns a five and a half acre greenhouse facility in the lower mainland of BC with a 48,000 square foot greenhouse facility, capable of growing 2.4 million 4" potted plants annually. NHS intends to become a beta site for sustainable growing capabilities and to minimize all carbon footprints from its on-site operations. This facility is intended to meet a growing demand in the Metro Vancouver and Fraser Valley areas to help smaller growers become more efficient, more productive, implement value added product lines, and reduce waste. The facility is located minutes from three major Canada –

USA border crossings and direct routes to the lower mainland west and to all points east and west via Highways 1 and 99 make its location in South Langley an ideal hub.

For further information about New Age Farm, please consult the Company's profile on SEDAR at www.sedar.com.

###

ON BEHALF OF THE BOARD OF DIRECTORS

Carman Parente
President and Chief Executive Officer
carman@newagefarminc.com

Interested tenant-growers please contact

Richard Cindric
604-719-1796

WWW.NEWAGEFARMINC.COM

The Canadian Securities Exchange has neither approved nor disapproved the contents of this news release and accepts no responsibility for the adequacy or accuracy hereof.

This news release contains forward-looking statements, which relate to future events or future performance and reflect management's current expectations and assumptions. Such forward-looking statements reflect management's current beliefs and are based on assumptions made by and information currently available to the Company. Readers are cautioned that these forward looking statements are neither promises nor guarantees, and are subject to risks and uncertainties that may cause future results to differ materially from those expected including, but not limited to completion of planned improvements at both the Canadian and US sites on schedule and on budget, the availability of financing needed to complete the Company's planned improvements on commercially reasonable terms, planned occupancy by the tenant-growers, commencement of operations, the ability to mitigate the risk of loss through appropriate insurance policies, and the risks presented by federal statutes that may contradict local and state legislation respecting legalized marijuana. These forward-looking statements are made as of the date hereof and the Company does not assume any obligation to update or revise them to reflect new events or circumstances save as required under applicable securities legislation. This news release does not constitute an offer to sell securities and the Company is not soliciting an offer to buy securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of such jurisdiction.

This news release does from registration is relied upon. not constitute an offer of securities for sale in the United States. These securities have not and will not be registered under United States Securities Act of 1933, as amended, or any state securities laws and may not be offered or sold in the United States or to a U.S. Person unless so registered, or an exemption.