

Form 51-102F3
Material Change Report

Item 1 **Name and Address of Company**

Yellow Stem Tech Inc.
Suite 750 – 580 Hornby Street
Vancouver, B.C. V6C 3B6

Item 2 **Date of Material Change**

June 17, 2022

Item 3 **News Release**

Issued in Vancouver, British Columbia on June 17, 2021, disseminated via Canada Stockwatch and Market News, and filed on SEDAR.

Item 4 **Summary of Material Change**

Yellow Stem Tech Inc. (formerly Hemp for Health Inc.) (“YY” or the “Company”) announced that it has closed the transactions comprising its change of business (“COB”), from growing and processing hemp to mining for cryptocurrencies.

The Company’s common shares will commence trading under its new name, *Yellow Stem Tech Inc.*, on the CSE, with trading symbol “YY”, effective at the opening on June 20, 2022.

Item 5

5.1 **Full Description of Material Change**

See attached news release as filed on SEDAR.

5.2 **Disclosure for Restructuring Transactions**

Not applicable.

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

This report is not being filed on a confidential basis.

Item 7 **Omitted Information**

There are no significant facts required to be disclosed herein which have been omitted.

Item 8 **Executive Officer**

Contact: Robert Eadie, President & CEO

Telephone: (604) 602-4935

Item 9 **Date of Report**

June 20, 2022



June 17, 2022

Trading Symbol: YY

News Release

Hemp for Health Completes COB and Name Change to Yellow Stem Tech Inc.

Vancouver, British Columbia – Yellow Stem Tech Inc. (formerly Hemp for Health Inc.) (CSE: YY) (the “Company”) is pleased to announce that further to its news releases dated February 25, 2022 and March 23, 2022, it has closed the transactions comprising its change of business (“COB”), from growing and processing hemp to mining for cryptocurrencies.

The Company’s COB involved (i) acquiring 150 Siacoin mining rigs for the aggregate purchase price of US\$525,000, (ii) engaging Enigma Data Technologies LLC, a Delaware based company (“Enigma”) to set-up, host and operate the cryptocurrency mining activities, in exchange for which Enigma will receive 2,668,000 shares of the Company, at a deemed value of \$0.25 a share, and (iii) changing the Company’s name to “*Yellow Stem Tech Inc.*”. The Company will be responsible for ongoing operating costs, to be at an all-in cost of US\$0.055 per kilowatt hour per mining rig. The Company may add additional mining rigs from time to time. The shares of the Company to be received by Enigma will be subject to a hold period of four months and one day.

The above transactions resulted in a change of business for the Company and required CSE and shareholder approval. The Company received approval from shareholders holding over 59% of the Company’s outstanding shares, by way of consent resolution.

Full details of the COB are contained in the Company’s Listing Statement dated June 20, 2022, which has been filed under the Company’s SEDAR profile at www.sedar.com.

The Company’s common shares will commence trading under its new name, ***Yellow Stem Tech Inc.***, on the CSE, with trading symbol “**YY**”, effective at the opening on June 20, 2022.

There is no consolidation or change in the share capital of the Company. Shareholders are not required to exchange their existing share certificates for new certificates bearing the new Company name, and Company shares held electronically in Direct Registration System will be booked automatically.

The Company's new CUSIP number is 98561L108 and its new ISIN number is CA98561L1085.

ON BEHALF OF THE BOARD

Signed “Robert Eadie”

Robert Eadie, President, Chief Executive Officer and Director

FOR FURTHER INFORMATION PLEASE CONTACT:

Telephone: 1-604-602-4935 ♦ Facsimile: 1-604-602-4936

Contact: Robert Eadie

Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release.

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