FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT

Name of Listed Issuer: Liberty Leaf Holdings Ltd. (the "Issuer").

Trading Symbol: LIB

Date: January 5, 2018

1. New Options Granted:

Date of Grant: January 5, 2018

Name of Optionee	Position (Director/ Officer/ Employee/ Consultant/ Management Company	Insider Yes or No?	No. of Optioned Shares	Exercise Price	Expiry Date	No. of Options Granted in Past 12 Months
Sunshrine Capital Corp.	Officer	Yes	400,000	$0.74	Jan 5, 2020	Nil
Steve Feldman	Director	Yes	350,000	$0.74	Jan 5, 2020	Nil
Doug Macdonell	Director	Yes	250,000	$0.74	Jan 5, 2020	250,000
Keith Anderson	Director	Yes	50,000	$0.74	Jan 5, 2020	Nil
Nia Capital Corp.	Officer	Yes	250,000	$0.74	Jan 5, 2020	Nil
Jamie Robinson	Officer	Yes	200,000	$0.74	Jan 5, 2020	200,000
Kris Davenport	Consultant	No	100,000	$0.74	Jan 5, 2020	100,000
Salvatore Ciccone	Consultant	No	250,000	$0.74	Jan 5, 2020	600,000
Rob Ciccone	Consultant	No	250,000	$0.74	Jan 5, 2020	Nil
Rob Laurie	Consultant	No	200,000	$0.74	Jan 5, 2020	250,000

Barry Sharp	Consultant	No	200,000	$0.74	Jan 5, 2020	250,000
TOTAL			2,500,000			

Total Number of optioned shares proposed for acceptance: 2,500,000

Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares[1]	Exercise Price	Original Date of Grant	Expiry Date
Doug Macdonell	250,000	$0.21	Nov 24, 2017	Nov 24, 2019
Circa Capital Corp.	125,000	$0.215	Nov 22, 2017	Nov 22, 2018
Elben Capital Corp.	125,000	$0.215	Nov 22, 2017	Nov 22, 2018
Mary Swindale	100,000	$0.12	Oct 25, 2017	Oct 25, 2018
Jamie Robinson	100,000	$0.095	Sept 1, 2017	Sept 1, 2019
Harvey Penesar	10,000	$0.11	Aug 10, 2017	Aug 10, 2018
Thomas Christian Rus	10,000	$0.11	Aug 10, 2017	Aug 10, 2018
Jean Francois Juster	10,000	$0.11	Aug 10, 2017	Aug 10, 2018
Robert Laurie	250,000	$0.11	Aug 1, 2017	Aug 1, 2019
Kristien Davenport	100,000	$0.11	Aug 1, 2017	Aug 1, 2019
Justin Vlietstra	100,000	$0.105	Jul 20, 2017	Jul 20, 2018
Robert Ryan Brown	750,000	$0.10	Jul 5, 2017	Jul 5, 2019
Circa Capital Corp.	100,000	$0.12	May 15, 2017	May 15, 2019
Succes Unlimted	200,000	$0.16	Apr 13, 2017	Apr 13, 2018
Matthew Lee	50,000	$0.195	Feb 3, 2017	Feb 3, 2018
Dion Houng-Lee	25,000	$0.12	Dec 19, 2016	Dec 19, 2017
Doug Macdonell	100,000	$0.20	Nov 25, 2016	Nov 25, 2018
P. Joseph Meagher	150,000	$0.15	Oct 26, 2016	Oct 26, 2018
Steven Feldman	350,000	$0.15	Oct 26, 2016	Oct 26, 2018
Sunshrine Capital Corp.	500,000	$0.15	Oct 26, 2016	Oct 26, 2018
Dave Gdanski	250,000	$0.15	Oct 26, 2016	Oct 26, 2018
Kelly Pladson	250,000	$0.15	Oct 26, 2016	Oct 26, 2018
Sal Ciccone	400,000	$0.15	Oct 26, 2016	Oct 26, 2018
Matthew Lee	250,000	$0.15	Oct 26, 2016	Oct 26, 2018
Rob Ciccone	200,000	$0.15	Oct 26, 2016	Oct 26, 2018

(1) Set out number of optioned shares for each grant with different terms.

3. Additional Information

(a) If shareholder approval was required for the grant of options (including prior approval of a stock option plan), state the date that the shareholder meeting approving the grant was or will be held.

N/A.

(b) State the date of the news release announcing the grant of options.

January 5, 2018

(c) State the total issued and outstanding share capital at the date of grant or amendment.

107,032,547

(d) State, as a percentage of the issued and outstanding shares of the Issuer indicated in (c) above, the aggregate number of shares that are subject to incentive stock options, including new options, amended options and other presently outstanding options.

7.08%

(e) If the new options are being granted pursuant to a stock option plan, state the number of remaining shares reserved for issuance under the plan.

3,123,255

(f) If the Issuer has completed a public distribution of its securities within 90 days of the date of grant, state the per share price paid by the public investors.

N/A.

(g) Describe the particulars of any proposed material changes in the affairs of the Issuer.

N/A.

4. Certificate of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance.

2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.

3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).

4. All of the information in this Form 11 Notice of Proposed Stock Option Grant or Amendment is true.

Dated: January 5, 2018

Will Rascan
Name of Director or Senior Officer

"Will Rascan"
Signature

President
Official Capacity