

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT

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

Trading Symbol: LIB

Date: July 15, 2019

1. New Options Granted:

Date of Grant: July 12, 2019

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
Officer	Yes	500,000	\$0.105	Jul 12, 2021	600,000
Officer	Yes	250,000	\$0.105	Jul 12, 2021	200,000
Officer	Yes	150,000	\$0.105	Jul 12, 2021	250,000
Director	Yes	500,000	\$0.105	Jul 12, 2021	400,000
Director	Yes	500,000	\$0.105	Jul 12, 2021	250,000
Consultant	No	100,000	\$0.105	Jul 12, 2021	150,000
Consultant	No	100,000	\$0.105	Jul 12, 2021	100,000
Consultant	No	100,000	\$0.105	Jul 12, 2021	100,000
Consultant	No	100,000	\$0.105	Jul 12, 2021	NIL
Consultant	No	250,000	\$0.105	Jul 12, 2020	NIL
Consultant	No	250,000	\$0.105	Jul 12, 2020	100,000
Consultant	No	250,000	\$0.105	Jul 12, 2020	NIL
Consultant	No	250,000	\$0.105	Jul 12, 2020	NIL
Consultant	No	50,000	\$0.105	Jul 12, 2020	100,000
Consultant	No	100,000	\$0.105	Jul 12, 2020	250,000
Consultant	No	50,000	\$0.105	Jul 12, 2020	NIL
Consultant	No	50,000	\$0.105	Jul 12, 2020	100,000

Total Number of optioned shares proposed for acceptance: 3,550,000

FORM 11 – NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares ⁽¹⁾	Exercise Price	Original Date of Grant	Expiry Date
Consultants	1,500,000	\$0.15	Mar 18, 2019	Mar 18, 2020
Consultants	100,000	\$0.16	Oct 30, 2018	Oct 30, 2019
Various Consultants	500,000	\$0.22	Sept 27, 2018	Sept 27, 2019
Various Directors, Officers & Consultants	2,000,000	\$0.245	Aug 1, 2018	August 1, 2020
Various Consultants	575,000	\$0.245	Aug 1, 2018	August 1, 2019
Various Directors, Officers & Consultants	2,500,000	\$0.74	Jan 5, 2018	Jan 5, 2020
Director	250,000	\$0.21	Nov 24, 2017	Nov 24, 2019
Consultant	250,000	\$0.11	Aug 1, 2017	Aug 1, 2019

(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.

July 12, 2019

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

128,526,132.

- (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.

8.73%.

- (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.

1,627,613

- (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: July 15, 2019

Will Rascan
Name of Director or Senior
Officer

"Will Rascan"
Signature

President & CEO
Official Capacity