

**RIGHTS CERTIFICATE #:** \_\_\_\_\_  
**CUSIP:** 37953Y112

**NUMBER OF RIGHTS:** \_\_\_\_\_  
**ISIN:** CA37953Y1126

*The terms and conditions of the Rights Offering are set forth in the Company's Rights Offering Circular Dated July 31<sup>st</sup>, 2020 (the "Circular") and are incorporated herein by reference. Copies of the Circular are available upon request.*

**Global Hemp Group Inc.**

Incorporated under the laws of the Province of British Columbia  
(hereinafter the "**Company**")

**TRANSFERABLE SUBSCRIPTION RIGHTS CERTIFICATE**

Evidencing Transferable Subscription Rights to Purchase Units of Global Hemp Group Inc.

**Subscription Price: \$0.02 per Unit**

THE SUBSCRIPTION RIGHTS WILL EXPIRE IF NOT EXERCISED  
ON OR BEFORE 5:00 P.M. EASTERN TIME ON SEPTEMBER 4, 2020.

**REGISTERED OWNER:** \_\_\_\_\_

**THIS CERTIFIES THAT** the registered owner whose name is inscribed hereon is the owner of the number of transferable subscription rights ("**Rights**") set forth above. Each whole Right entitles the holder thereof to purchase one unit (a "**Unit**") upon payment of the Subscription Price of \$0.02 per Unit (the "**Basic Subscription Privilege**"), pursuant to a rights offering (the "**Rights Offering**"), on the terms and subject to the conditions set forth in the Circular.

Each Unit consists of one (1) Common Share of the Company and one (1) full Share Purchase Warrant (the "**Warrant**"). Each whole Warrant will entitle the holder to purchase one additional Common Share at a price of \$0.05 for a period of thirty-six (36) months from its issuance.

In the event that the Company's common shares trade on the Canadian Securities Exchange (or such other exchange on which the common shares may be traded at such time) at a volume weighted average price of \$0.12 per share or more for a period of 10 consecutive trading days, the Company will have the right to accelerate the expiry date of the Warrants by giving notice to the holders thereof and, in such case, the Warrants will expire on the 30<sup>th</sup> day after the date on which such notice is given to the holder by the Company.

If any Units available for purchase in the Rights Offering are not purchased by other holders of Rights pursuant to the exercise of their Basic Subscription Privilege, any Rights holder that exercises its Basic Subscription Privilege in full may subscribe pro rata for Units (the "**Additional Units**") not otherwise purchased, if any, pursuant to the Basic Subscription Privilege (the "**Additional Subscription Privilege**"), in accordance with the terms and conditions of the Rights Offering, the whole as described in the Circular.

The Rights represented by this Subscription Rights Certificate may be exercised by completing Form 1 and any other appropriate forms on the reverse side hereof and by retuning the full payment of the subscription price for each Unit in accordance with the Rights Offering Circular. The Rights Offering Circular will be available under the Company's profile on the SEDAR website at [www.sedar.com](http://www.sedar.com) on July 31, 2020.

**THE RIGHTS REPRESENTED BY THE RIGHTS CERTIFICATE ARE TRANSFERABLE**

This Subscription Rights Certificate is not valid unless countersigned by the rights agent and registered by the registrar. Witness the signatures of its duly authorized officers.

**DATED** on this \_\_\_\_ day of \_\_\_\_\_, 2020.

By: Curt Huber, President & CEO

By:

**DELIVERY OPTIONS FOR SUBSCRIPTION RIGHTS CERTIFICATE**

Delivery other than in the manner or to the addresses listed below will not constitute valid delivery.

If delivery by mail, express mail or overnight courier: **Odyssey Trust Company**  
#323-409 Granville Street  
United Kingdom Building  
Vancouver, BC, V6C 1T2  
Attention: Corporate Actions

**PLEASE PRINT ALL INFORMATION CLEARLY AND LEGIBLY**

**FORM 1 – EXERCISE OF SUBSCRIPTION PRIVILEGE**

To subscribe for Units pursuant to your Basic Subscription Privilege, please complete lines (a) and (c) and sign under Form 2 below. To subscribe for shares pursuant to your Additional Subscription Privilege, please also complete line (b) and sign under Form 2 below. To the extent you subscribe for more Units than you are entitled under either the Basic Subscription Privilege or the Additional Subscription Privilege, you will be deemed to have elected to purchase the maximum number of shares for which you are entitled to subscribe under the Basic Subscription Privilege or Additional Subscription Privilege, as applicable.

**a) Exercise of Basic Subscription Privilege:**

I apply for : \_\_\_\_\_ Units x \$ : \_\_\_\_\_ = \$ \_\_\_\_\_  
(no. of Units) (subscription price) (amount enclosed)

**b) Exercise of Additional Subscription Privilege**

I have exercised my full Basic Subscription Privilege and in addition to my full Basic Subscription Privilege, I wish to subscribe for additional Units under my Additional Subscription Privilege as follows:

I apply for \_\_\_\_\_ Units x \$ \_\_\_\_\_ = \$ \_\_\_\_\_  
(no. of Units) (subscription price) (amount enclosed)

**c) Total Amount of Payment Enclosed = \$ \_\_\_\_\_**

**Method of Payment:** By certified cheque, bank draft or money order payable to “Odyssey Trust Company, as Rights Agent.”

**FORM 2 – SUBSCRIPTION AUTHORIZATION:** I acknowledge that I have received or had access to the Circular for this offering of Subscription Rights and I hereby irrevocably subscribe for the number of Units indicated above on the terms and conditions set forth in the Circular.

\_\_\_\_\_  
**Signature of the Subscriber**

Print address if different than the above: \_\_\_\_\_

Telephone number (including area code): \_\_\_\_\_

**FORM 3 – TRANSFER FORM (IF YOU COMPLETE THIS SECTION, YOU MUST ALSO COMPLETE SECTIONS 4 AND 5):**

Subscription Rights are transferable through the facilities of the Canadian Securities Exchange (CSE). Complete this Form if you wish to transfer your Rights other than through the facilities of the CSE. By executing below, you hereby represent and warrant that the person in whose name you are requesting that we issue the Units is the Transferee. Evidence satisfactory to Global Hemps Group Inc. that any such permitted transfer is proper must be delivered by mail, express mail or overnight courier to Odyssey Trust Company at the address specified above prior to the Effective Date. Complete this transfer form ONLY if the Units subscribed for are to be issued in a name other than that of the registered holder.

Issue Units to: \_\_\_\_\_

Print address: \_\_\_\_\_

\_\_\_\_\_

Telephone number (incl. area code): \_\_\_\_\_

Social Insurance Number: \_\_\_\_\_

**FORM 4 – ACKNOWLEDGEMENT (TO BE COMPLETED ONLY IF YOU COMPLETED SECTION 3. IF YOU COMPLETE THIS SECTION, YOU MUST ALSO COMPLETE SECTION 5):**

I/We acknowledge receipt of the Circular and understand that, after delivery to Odyssey Trust Company, as Rights Agent, I/we may not modify or revoke this Rights Certificate. Under penalties of perjury, I/we certify that the information contained herein, including the social insurance number given above, is correct.

The signature below must correspond with the name of the registered holder exactly as it appears on the books of the Company's transfer agent without any alteration or change whatsoever.

Signature of Registered Holder: \_\_\_\_\_

Date: \_\_\_\_\_

If signature is by a trustee(s), executor(s), administrator(s), attorney(s), officer(s) of a corporation or another acting in a fiduciary or representative capacity, please provide the following information (please print).

Name & Capacity: \_\_\_\_\_

Print address: \_\_\_\_\_

\_\_\_\_\_

Telephone number (incl. area code): \_\_\_\_\_

Social Insurance Number: \_\_\_\_\_

**FORM 5 – GUARANTEE OF SIGNATURES (TO BE COMPLETED ONLY IF YOU COMPLETED SECTION 3 AND 4):**

All Subscription Right holders who designate a Transferee or specify special or delivery instructions must have their signatures "Medallion Guaranteed" by a North American bank, broker, investment dealer or other institution under an acceptable STAMP, SEMP, or MSP Medallion Signature Guarantee program, or a "Signature Guaranteed," Signature and Authority to Sign Guaranteed" or "Endorsement Guaranteed" by one of the 3 participating Canadian Schedule I banks, being Bank of Nova Scotia, Royal Bank of Canada and TD Bank.

Signature Guaranteed: \_\_\_\_\_  
(Name of Bank or Firm)

By: \_\_\_\_\_  
(Signature of Officer)