

FORM 7

MONTHLY PROGRESS REPORT

Name of Listed Issuer **Golden Leaf Holdings Ltd. (the “Issuer” or “GLH”)**.

Trading Symbol: **GLH**

Number of Outstanding Listed Securities: **95,356,506**

Date: **May 2016**

This Monthly Progress Report must be posted before the opening of trading on the fifth trading day of each month. This report is not intended to replace the Issuer's obligation to separately report material information forthwith upon the information becoming known to management or to post the forms required by Exchange Policies. If material information became known and was reported during the preceding month to which this report relates, this report should refer to the material information, the news release date and the posting date on the Exchange website.

This report is intended to keep investors and the market informed of the Issuer's ongoing business and management activities that occurred during the preceding month. Do not discuss goals or future plans unless they have crystallized to the point that they are "material information" as defined in the Policies. The discussion in this report must be factual, balanced and non-promotional.

General Instructions

- (a) Prepare this Monthly Progress Report using the format set out below. The sequence of questions must not be altered nor should questions be omitted or left unanswered. The answers to the items must be in narrative form. State when the answer to any item is negative or not applicable to the Issuer. The title to each item must precede the answer.
- (b) The term “Issuer” includes the Issuer and any of its subsidiaries.
- (c) Terms used and not defined in this form are defined or interpreted in Policy 1 – Interpretation and General Provisions.

Report on Business

1. Provide a general overview and discussion of the development of the Issuer's business and operations over the previous month. Where the Issuer was inactive disclose this fact.

On May 5, 2016 – Golden Leaf Holdings Ltd. issued a press release to announce the unveiling of a new name and look for its award-winning

GoldenXTRX brand of premium CO2 extracted cannabis oil products. Starting in late May, the Company is expecting to introduce a revised brand name, new branding, new packaging and new products across its entire dispensary network.

On May 12, 2016 - Golden Leaf Holdings Ltd. announced that the build out and development of GLH's main campus and production center in Aurora, Oregon (the "Aurora Site") continues on schedule. The Aurora Site will allow GLH to continue leading the field in various forms of extraction and enable further development of the Company's branded products targeting relevant consumer segments in the recreational (adult use) and medical market.

On May 17, 2016 in a press release updated shareholders on the status of the roll out of the "Early Start Program" in Oregon that allows for sales of cannabis-infused edibles and extracts. Golden Leaf Holdings will be able to sell single containers of its Golden and Proper brand extracts effective June 2, 2016. The sales will be allowed in the Oregon Health Authority ("OHA") regulated medical dispensaries until the Oregon Liquor Control Commission ("OLCC") implements the recreational or "Adult Use" program in Q4 2016.

On May 19, 2016 in a press release announced it is pleased to be presenting at the Viridian Cannabis Investment Series on June 8th, 2016. The event, organized by Viridian Capital Advisors, will be held in Fort Lauderdale, Florida and is composed of some of the top industry leaders representing everything from analytics and security to extraction and cultivation. Don Robinson, CEO, will be a keynote speaker at the event, discussing infused products and extracts.

On May 26, 2016 in a press release announced the introduction of its new Golden Private Stash product line, a premium and solvent-free cannabis oil product small batch crafted in Oregon. Expected to launch in June through the Company's medical marijuana dispensary distribution channel, Golden's Private Stash is targeted at medical and recreational cannabis users looking for high potency and pure solvent-free cannabis oil products.

2. **Provide a general overview and discussion of the activities of management.**

Management continued to look for accretive acquisition opportunities and commercial relationships and has begun operationalizing the Washington Asset Purchase Agreement.

Management has scheduled an Annual General Meeting for June 29, 2016

On May 31, 2016 Management filed its 2015 Audited Financial Statements and saw the expiry of the Management Cease Trading Order (MCTO) that accompanied the delay of the filing beyond the April 30, 2015 required date.

On June 1, 2016 Management filed its Q1 2016 Financial Statements

3. Describe and provide details of any new products or services developed or offered. For resource companies, provide details of new drilling, exploration or production programs and acquisitions of any new properties and attach any mineral or oil and gas or other reports required under Ontario securities law.

As referenced above and detailed in the press releases throughout the month, new branding and new products and have been introduced.

4. Describe and provide details of any products or services that were discontinued. For resource companies, provide details of any drilling, exploration or production programs that have been amended or abandoned.

Not applicable

5. Describe any new business relationships entered into between the Issuer, the Issuer's affiliates or third parties including contracts to supply products or services, joint venture agreements and licensing agreements etc. State whether the relationship is with a Related Person of the Issuer and provide details of the relationship.

Not applicable

6. Describe the expiry or termination of any contracts or agreements between the Issuer, the Issuer's affiliates or third parties or cancellation of any financing arrangements that have been previously announced.

Not applicable

7. Describe any acquisitions by the Issuer or dispositions of the Issuer's assets that occurred during the preceding month. Provide details of the nature of the assets acquired or disposed of and provide details of the consideration paid or payable together with a schedule of payments if applicable, and of any valuation. State how the consideration was determined and whether the acquisition was from or the disposition was to a Related Person of the Issuer and provide details of the relationship.

Not applicable

8. Describe the acquisition of new customers or loss of customers.

Demand for the Issuer's products remained strong throughout the month.

9. Describe any new developments or effects on intangible products such as brand names, circulation lists, copyrights, franchises, licenses, patents, software, subscription lists and trade-marks.

Not applicable

10. Report on any employee hirings, terminations or lay-offs with details of anticipated length of lay-offs.

Not applicable

11. Report on any labour disputes and resolutions of those disputes if applicable.

Not applicable

12. Describe and provide details of legal proceedings to which the Issuer became a party, including the name of the court or agency, the date instituted, the principal parties to the proceedings, the nature of the claim, the amount claimed, if any, if the proceedings are being contested, and the present status of the proceedings.

The Issuer was party to a nonbinding mediation session on December 4, 2015, in connection with the termination of a former employee and the cancellation of certain of such employee's shares. The parties were unable to settle the potential claims during that mediation session, however potential settlement discussions are continuing. To the knowledge of the Issuer, no formal complaints or other actions have been filed with any judicial or arbitration body.

13. Provide details of any indebtedness incurred or repaid by the Issuer together with the terms of such indebtedness.

Not applicable

14. Provide details of any securities issued and options or warrants granted.

Not applicable

Security	Number Issued	Details of Issuance	Use of Proceeds ⁽¹⁾

(1) State aggregate proceeds and intended allocation of proceeds.

15. Provide details of any loans to or by Related Persons.

Not applicable

16. Provide details of any changes in directors, officers or committee members.

Philip van den Berg, resigned as Director of the Board, effective May 20, 2016. Mr. van den Berg will continue to work with the Company on various strategic projects. GLH's Board of Directors has commenced a process to identify a replacement for Mr. van den Berg.

17. Discuss any trends which are likely to impact the Issuer including trends in the Issuer's market(s) or political/regulatory trends.

Several bills favorable to the company advanced through the Oregon House and Senate in the recent Oregon legislative session and were signed by the governor. These include elimination of residency requirements and the approval for recreational oil and derivative sales. Administrative rules have now been adopted that activate recreational sales on June 2, 2016.

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 were 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 7 Monthly Progress Report is true.

Dated June 7, 2016

Brian Gentry
Name of Director or Senior
Officer

"Brian Gentry"
Signature
Chief Financial Officer
Official Capacity

Issuer Details Name of Issuer Golden Leaf Holdings Ltd.	For Month End May 31, 2016	Date of Report YY/MM/D 16/06/07
Issuer Address 36 Toronto Street – Suite 1000		
City/Province/Postal Code Toronto, ON M5C 2C5	Issuer Fax No. (416) 848-0790	Issuer Telephone No. (416) 848-7744
Contact Name Brian Gentry	Contact Position: Chief Financial Officer	Contact Telephone No. 503 388 7693 x 108
Contact Email Address bgentry@goldenxtrx.com	Web Site Address: http://goldenleafholdings.com/	

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