51-102F3   
Material Change Report

Item 1 Name and Address of Company

Laguna Blends Inc. (the “**Company**”)   
#302-1912 Enterprise Way  
Kelowna, BC V1Y 9S9

Item 2 Date of Material Change

April 14, 2016, April 19, 2016 and May 2, 2016

Item 3 News Release

All the news releases were disseminated through Stockwatch and Market News The April 14, 2016 and the May 2, 2016 news release were also disseminated through Accesswire.

Item 4 Summary of Material Change

On April 14, 2016, the Issuer entered into a Research and Development Agreement with Robert Lamberton to provide research and development services in order to develop a brain health, memory coffee that may provide limitless potential of the brain. On April 19, 2016, the Issuer proposed a non-brokered private placement of up to 909,091 units at $0.11 per unit for gross proceeds of $100,000. Later on April 19, 2016, the Issuer increased its private placement to 1,863,636 units at $0.11 per unit for gross proceeds of $205,000. On May 2, 2016, the Issuer appointment of Mr. Ray W. Grimm Jr. as President.

**Item 5 Full Description of Material Change**

The material changes are described in Item 4 above and in the attached News Releases.

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

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

Stuart Gray  
 CEO, CFO and Director, (949) 424-2716 Ext 8001

Item 9 Date of Report

May 6, 2016

**NEWS RELEASE  
Laguna Blends Signs Research and Development Agreement for Brain Health, Memory Coffee**

**KELOWNA, BC – April 14, 2016 – Laguna Blends Inc. (CSE: LAG) (OTC**: LAGBF**) (Frankfurt:** LB6A.F) **(the “Company” or “Laguna**”)has entered into a Research and Development Agreement ("R&D Agreement") with Robert Lamberton to provide research and development services in order to develop a brain health, memory coffee that may provide limitless potential of the brain. Laguna will own the intellectual property and world wide marketing rights for the product. On March 3, 3016, Laguna announced entering into an LOI with Robert Lamberton.   
  
Under the terms of the R&D Agreement, Robert Lamberton will bear all costs and expenses with respect to the development of the brain health and memory coffee. In consideration, Laguna will pay Mr. Lamberton a royalty of 3% on net, worldwide sales of the brain health, memory coffee for eight years, thereafter a 2% royalty will be paid.

Many individuals are personally concerned about brain health issues, due to the growing number of people dealing with such issues as memory and mental sharpness - and even more serious health issues such as dementia and Alzheimer's.

**About Robert Lamberton Consulting**Robert Lamberton Consulting provides consulting services to help companies develop and market nutritional products.

In addition, Robert Lamberton Consulting markets their own in house brands of nutritional products: Cutting Edge Naturals, Smart Brain Formulations and Optimum Performance Nutrition to two distinct markets: Health Care Practitioners and the Sports Nutrition Market.

Robert Lamberton is a Clinical Nutritionist and also researches and writes a weekly paid for educational newsletter which gets distributed to over 3,000 Health Care Practitioners across Canada and the U.S.A.

**About Laguna Blends Inc.**Laguna is a network marketing company that generates retail sales through independent affiliates. Affiliates utilize tools and technology that enable them to build an international business from their own home or anywhere else in the world. This technology replaces the need for expensive travel and hotel meetings. The Company sells its products through its independent affiliates in the USA and Canada.

The Company is currently focused on the nutritional health benefits derived from hemp. Laguna’s first product category as an entry to market are functional beverage products that contain hemp and other efficacious ingredients. Laguna’s initial products to market are the following:  
  
“Caffe” is an instant, “just add water” hot coffee beverage that is infused with both whey and hemp protein. With 2 grams of protein in every serving, our proprietary product packs a powerful protein punch. Caffe, contains Instant coffee, whey protein hydrolysate, hemp protein, natural flavors.

“Pro369” is a single serving, "on-the-go," plant based, instant, hemp protein that is served cold and comes in 4 delicious flavors. Pro369 is water soluble and can be directly mixed in water, added to milk, almond milk or coconut milk. Pro369 can also be blended in a shake or smoothie. Pro369 is also a source of Omegas, 3, 6 and 9 and contains ginseng.

Laguna Blends has been granted approval from Health Canada for four powdered flavours: Pro369 Chocolate Banana, Mixed Berry and Vanilla Caramel and Tropical Powder. Pro369 contains Hemp protein, natural flavors, stevia, and American ginseng.

The Minister of Health from Health Canada has granted Laguna a product license along with a Natural Product Number ("NPN") for all four of the Pro369 Flavours. They are all listed under the same NPN.

i. A source of protein that helps build and repair body tissues.

ii. Source of amino acids involved in muscle protein synthesis.

iii. Assists in the building of lean muscle.

iv. An adaptogen to help maintain a healthy immune system.

v. Supportive therapy for the promotion of healthy glucose levels.  
  
Hemp has long been recognized by the health and nutrition industry as a super food, cited in many publications as a balanced source of all ingredients required to achieve health and wellness.

**HempOmega®**   
HempOmega**®** is an environmentally sustainable, vegetarian source of Omegas 3 and 6 that boasts a superior nutrient profile. A water soluble, homogenous, powdered ingredient, it can be easily integrated and/or manipulated, with no unpleasant taste or chemical contamination – opening up entirely new product formulation opportunities. Hemp Omega’s greater ability to endure the digestive process delivers unmatched bioavailability, thereby maximizing its potential health benefits.

HempOmega® is a Trademark owned by Naturally Splendid Enterprises, Ltd. and is used under license by Laguna Blends Inc.

**ON BEHALF OF THE BOARD**  
“Stuart Gray”

President, Chief Executive Officer,

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**NEWS RELEASE**

**Laguna Announces Private Placement**

**KELOWNA, BC – April 19, 2016 – Laguna Blends Inc. (CSE: LAG) (OTC**: LAGBF**) (Frankfurt:** LB6A.F) **(the “Company” or “Laguna**”) wishes to announce that it is proposing a non-brokered private placement of up to 909,091 units at $0.11 per unit for gross proceeds of $100,000 (the "Offering"). Each unit will consist of one common share and one transferable share purchase warrant exercisable at $0.15 for a period of one year. Laguna plans to rely upon the new “existing shareholder exemption” described in Multilateral CSA Notice 45-313 – *Prospectus Exemption for Distributions to Existing Security Holders* (published March 13, 2014) or analogous exemption for shareholders of record as of April 18, 2016, as well as other exemptions. Proceeds of the Offering are expected to be used towards the following: (a) IT expenditures; (b) consulting fees; and (c) working capital. A finder's fee may be paid in accordance with Canadian Securities Exchange ("CSE") policy.

Unless the Company determines to increase the gross proceeds of the Offering and receives CSE approval for such increase, if subscriptions received for the Offering based on all available exemptions exceed the maximum Offering amount of $100,000, units will be allocated pro rata amongst all subscribers qualifying under all available exemptions.

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**LAGUNA BLENDS INC. ANNOUNCES Mr. Ray Grimm Jr. As NEW PRESIDENT**

KELOWNA, BC – May 02, 2016 – Laguna Blends Inc. (CSE: LAG) (Frankfurt: LB6A.F) (OTC: LAGBF) (the “**Company**” or “**Laguna**”) is pleased to announce the appointment of Mr. Ray W. Grimm Jr. as President of the Company. Mr. Ray Grimm replaces Stuart Gray as President, while Mr. Gray continues to hold the positions of CEO, CFO and a director of the Company. Ray Grimm has been a consultant and advisory to Laguna since January of this year.

Ray Grimm is a veteran entrepreneur with more than a quarter century of experience building some of the top nutritional and weight loss companies in direct sales history. Mr. Grimm has what many consider to be the Midas touch in building multimillion dollar companies, three of which exceeded $50 million in sales within their first five years. In 2011, Mr. Grimm also created and co-founded one of the fastest growing weight loss brands ever developed producing $10 million in sales in its first year.  His vision, leadership and expertise in nutrition, weight loss and direct sales are unmatched and so is his unique formula for success all of which have benefited the physical and financial health of thousands.  Mr. Grimm has extensive experience in managing operations, sales, training and marketing of fast growing companies. He is a proud member of the DSA (Direct Selling Association) and founding member and current member of the MLMIA (Multilevel Marketing International Association).  
  
Ray Grimm, President of Laguna Blends Inc. said, “I am excited to be a part of Laguna Blends’ executive team. Corporate and field leadership has contributed to building great companies in our industry and I'm delighted to join an experienced management team.  My focus will be to assist in building the culture, bring in new business builders, assist in product development and help generate sales growth over the next 5 years as we establish the Laguna Blends brand worldwide.  My near term goal for Laguna Blends is having the Company become one of the Network Marketing Industry’s top 100 Companies."

“It’s been a pleasure working closely with Ray as a consultant and advisory to Laguna the past three months. Ray brings vast experience, leadership and credibility to Laguna and has already attracted Network Marketing professionals whom have joined the Laguna business as Affiliates,” commented, Stuart Gray, CEO.

Stuart Kawasaki, President of Laguna Blends USA said, “I have enjoyed working with Ray the past several months and welcome Ray to the management team. Ray is a world class player in the direct sales Industry.”

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