

FORM 7

MONTHLY PROGRESS REPORT

Name of Listed Issuer: **PUF Ventures Inc.** (the "Issuer").

Trading Symbol: **PUF**

Number of Outstanding Listed Securities: **58,875,028**

Date: **June 13, 2018**

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 4, 2018, the Issuer announced formation of a wholly owned subsidiary Pure Grow Medicinals S.A.S. in Colombia, as further described in Item 2 below.

On May 24, 2018, the Issuer announced it has entered into an arrangement agreement (the "Arrangement Agreement") dated May 18, 2018 with its subsidiary Natures Hemp Corp. ("Natures Hemp") whereby the Issuer will transfer the assets (the "Assets"), being the business of development of cannabidiol extraction from seeds and other plant parts for the creation of high quality oils and flours, proprietary hemp base food and medicinal products into Natures Hemp by way of a plan of arrangement (the "Arrangement"), as further described in Item 2 below.

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

On May 4, 2018, the Issuer announced formation of a wholly owned subsidiary Pure Grow Medicinals S.A.S. in Colombia to pursue additional international opportunities in the cannabis industry.

On May 24, 2018, the Issuer announced it has entered into an Arrangement Agreement dated May 18, 2018 with its subsidiary Natures Hemp whereby the Issuer will transfer the Assets into Natures Hemp by way of the Arrangement pursuant to Division 5 of Part 9 of the *Business Corporations Act* (British Columbia), and Natures Hemp will become a reporting issuer in the Provinces of British Columbia, Alberta and Ontario upon completion of the Arrangement.

The purpose of the Arrangement is to allow the Issuer to divest itself of the Assets to Natures Hemp, enabling the Issuer to focus on the cultivation and future sales of cannabis with both THC and CBD and other vertically integrated products concerning cannabis. Natures Hemp will have a diversified management team, with special focus on hemp-related products, isolate extractions and related nutraceutical and medicinal products.

The Arrangement will be subject to the approval of the Supreme Court of British Columbia, as well as approval by the Issuer shareholders at a special meeting to be held on Tuesday, August 7, 2018 (the "Meeting"). Pursuant to the Arrangement, the Issuer will distribute 17,500,000 (100%) of the common shares of Natures Hemp (the "Natures Hemp Shares") it receives to the Issuer shareholders on a pro rata basis. The Issuer shareholders will be entitled to receive one Natures Hemp Share in exchange for approximately every four (4) common shares of the Issuer held as at June 18, 2018 (the "Record Date"). There will be no change in shareholders' holdings in the Issuer as a result of the Arrangement. No outstanding warrants or options of the Issuer will be transferred over to Natures Hemp.

Following completion of the Arrangement, (i) Natures Hemp will hold the Assets transferred to it by the Issuer, (ii) Natures Hemp will become a reporting issuer in the Provinces of British Columbia, Alberta and Ontario, intends to apply for listing on the Canadian Securities Exchange (the "Exchange"), and must meet the listing requirements of the Exchange, (iii) each Issuer shareholder will continue to be an Issuer shareholder, (iv) all the Issuer shareholders will have become shareholders of Natures Hemp, and (v) the Issuer will retain its working capital for its Assets, and remain listed on the Canadian Securities Exchange and will continue to trade under the trading symbol, PUF, as a consumer products – biotechnology/pharmaceuticals company.

Details of the proposed Arrangement will be provided in a Management Information Circular that will be mailed to all the Issuer shareholders as at the Record Date. At the Meeting, the Issuer shareholders will be asked to vote on a special resolution approving the Arrangement. The Issuer shareholders of record as at the Record Date will be eligible to vote on the Arrangement. The Arrangement will be posted on SEDAR under the profile of the Issuer.

The effective date of the Arrangement is expected to be in September 2018. A further press release will be issued by the Issuer with additional details regarding the Arrangement and when the exact effective date is known.

Additionally, Natures Hemp is in the process of raising funds by way of special warrant financings. It is expected that the special warrants will be converted into shares of Natures Hemp after the Meeting.

About PUF Ventures Inc.

PUF Ventures Inc. is a growth oriented and diversified company focused on the international cannabis industry. It has ownership in several cannabis companies: AAA Heidelberg, Solaris Nutraceuticals Pty Ltd., and Natures Hemp Corp., and is actively pursuing other opportunities within the industry. PUF has an option to purchase 100% of AAA Heidelberg Inc., a private Ontario company and advanced applicant for an ACMPR license. Solaris Nutraceuticals is building the largest medical cannabis greenhouse in the Southern Hemisphere. For more information please visit: www.puf.ca.

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.

None.

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.

None.

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.

Please see Item 2 above.

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.

None.

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.

N/A.

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

N/A.

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

N/A.

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

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

None.

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.

None.

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

N/A.

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

Security	Number Issued	Details of Issuance	Use of Proceeds
Common Shares	50,000 common shares	50,000 warrants exercised at \$0.30 per share	General working capital
Common Shares	400,000 common shares	400,000 warrants exercised at \$0.40 per share	General working capital
Common Shares	24,900 common shares	24,900 warrants exercised at \$0.25 per share	General working capital

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

N/A.

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

N/A.

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

Changes in commodity prices, in particular metal prices, and changes in the share performance of other junior mineral exploration companies may affect the Issuer's ability to raise financing.

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 CNSX 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 CNSX Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 7 Monthly Progress Report is true.

Dated: **June 13, 2018**_____.

Derek Ivany
Name of Director or Senior Officer

"Derek Ivany"
Signature

President, CEO & Director
Official Capacity

<i>Issuer Details</i> Name of Issuer PUF Ventures Inc.	For Month End May 2018	Date of Report YY/MM/D 18/06/13
Issuer Address Suite 804 – 750 W. Pender Street		
City/Province/Postal Code Vancouver, BC V6C 2T7	Issuer Fax No. (604) 685.6905	Issuer Telephone No. 800.783.6056
Contact Name Derek Ivany	Contact Position President, CEO & Director	Contact Telephone No. 800.783.6056
Contact Email Address derek@puf.ca	Web Site Address www.puf.ca	