

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Reporting Issuer

PUF Ventures Inc. (the “Company”)
804-750 West Pender Street
Vancouver, BC V6C 2T7

Item 2: Date of Material Change

August 13, 2018.

Item 3: News Release

A news release was issued and disseminated on August 14, 2018 and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

The Company announced that on August 13, 2018, the Supreme Court of British Columbia approved the plan of arrangement among the Company, Natures Hemp Corp. (“Natures Hemp”) and the shareholders of the Company (the “Arrangement”).

Additionally, the Company also announced that Natures Hemp has closed the first tranche of its special warrant financing at a price of \$0.25 per special warrant through the issuance of 1,676,000 special warrants for aggregate gross proceeds of \$419,000.

Item 5: Full Description of Material Change

The Company announced that on August 13, 2018, the Supreme Court of British Columbia approved the Arrangement. The Company will proceed to complete the Arrangement, which includes the issuance of shares to the Company shareholders of record as of June 18, 2018, on the basis of one new common share in Natures Hemp for every 3.3665 Company shares held on a *pro rata* basis. Natures Hemp will issue approximately 17,500,000 common shares of Natures Hemp to the Company shareholders. The Company received shareholder approval to the Arrangement at the Company’s special meeting held on August 7, 2018.

For more information about the Arrangement please see the information circular of the Company dated June 18, 2018 and subsequent news releases dated August 3, 2018 and August 8, 2018 available on www.sedar.com.

The Company also announces that Natures Hemp has closed the first tranche of its special warrant financing at a price of \$0.25 per special warrant through the issuance of 1,676,000 special warrants for aggregate gross proceeds of \$419,000. Each special warrant is convertible into common shares of Natures Hemp.

About the Company

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.

Item 6: Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7: Omitted Information

None.

Item 8: Executive Officer

For further information, please contact:

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Item 9: Date of Report

August 14, 2018.