

Form 51-102F3
Material Change Report

1. Name and Address of Company

Liberty Leaf Holdings Ltd.
1240-789 West Pender Street
Vancouver, BC, V6C 1H2

(the “Company”)

2. Dates of Material Change(s)

March 1, 2017

3. News Release(s)

A news release was issued on March 2, 2017 and disseminated via The Newswire pursuant to section 7.1 of National Instrument 51-102.

4. Summaries of Material Changes

Liberty Leaf Signs Master Collaborative Agreement with Esev R&D to advance research in Israel.

5. Full Description of Material Changes

News Release dated March 2, 2017– See Schedule “A”

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

Not applicable.

7. Omitted Information

No information has been omitted.

8. Executive Officer

Mr. Will Rascan, President and CEO of the Company, is knowledgeable about the material change contained herein and may be reached at (604) 683-3995.

9. Date of Report

This report is dated March 2, 2017.

SCHEDULE "A"
to the Material Change Report dated March 2, 2017

**Liberty Leaf Signs Master Collaborative Agreement with ESEV R&D to advance
CBD Research in Israel**

**Proprietary CBD Formulations to Focus on Common Pet Ailments- US\$77 billion
Pet Industry**

Vancouver, BC – March 2, 2017: Liberty Leaf Holdings Ltd. (CSE: LIB and FSE: HN3P) (the "Company" or "Liberty Leaf") announced today that it has entered into a Master Collaborative CBD Research Agreement (the "Agreement") with Esev R&D LLC ("Esev"), a leading Israeli-American R&D company.

The Agreement shall be for a three-year term, with an option to extend for an additional one-year, in which Liberty Leaf will pay to Esev an aggregate amount of US \$160,000, for up to four proprietary CBD formulations. Under each CBD formulation, clinical trials will demonstrate the efficacy of a non-psychoactive, phyto-cannabinoid formula as treatment for pets diagnosed with specific common pet ailments. For a period of 6 years, Esev shall retain a 5% royalty on the gross sales received for each successfully commercialized CBD formulation.

"Veterinarians have been quietly recommending CBD derived supplements to pets and we view this as an untapped market to position Liberty Leaf in" said Will Rascan, President and CEO of Liberty Leaf. "CBD pet products such as oils and chews are quickly gaining traction with pet owners to treat suffering from a variety of ailments such as arthritic pain associated with age, anxiety issues and the side effects associated with cancer treatments. Just as we've seen the use of cannabis and CBD grow in popularity to treat people by using natural products versus pharmaceuticals, it only stands to reason that the same approach will be used for the pets we all care about."

Will Rascan continues, "On a corporate level, this latest transaction furthers our ongoing efforts to partner with leading researchers in the fast-growing CBD market place. One needs to look no further than Esev's recent genetic research partnership with Aphria, a leading Canadian-licensed cannabis producer, as to the quality of Esev's team. Together with Esev, we look forward to commercializing our proprietary CBD formulations to market through a network of pet care manufacturers and distributors of the highest caliber."

Recent data from the U.S. Bureau of Labor Statistics, the U.S. Census Bureau, the National Pet Owners Survey conducted biannually by the American Pet Products Association, and other resources report that US\$77 billion is spent by US consumers on their pets annually. Pet food and veterinary services are the two leading sources of spending within the industry.

Mr. Golan Vaknin, Executive Director and Founder of Esev said: "Cannabis-driven medical solutions for pets are one of our top priorities. The partnership with Liberty Leaf is a significant stepping stone towards achieving our goal and an exciting opportunity to deploy our technologies in Canada - one of the leading cannabis markets in the world."

About Esev R&D

<http://esevrd.com/>

Esev R&D is a research and development company, focused on plant breeding and using cutting edge genetic tools and technologies. Esev is a privately-owned company based in New York, established in 2014. Esev demographically focuses on North America and operates a R&D center in Israel. Esev's experience and deep relationships within the Israeli medical community puts the team in a unique position to implement clinical studies cost-effectively and in short timelines.

About Liberty Leaf

Liberty Leaf Holdings Ltd (CSE: LIB and FSE: HN3P) is a new Canadian-based, public company whose focus is to build and support a diversified portfolio of cannabis sector businesses, including cultivation, value added CBD/THC products, biotech research, and supply chain products within this dynamic and fast growing sector.

For further info on the Company please visit www.libleaf.com or email will@libleaf.com.

On Behalf of the Board

Will Rascan, President & CEO

Liberty Leaf Holdings Ltd.

Phone: 604-683-3995

Neither the Canadian Securities Exchange nor its Market Regulator (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release.

This news release may contain forward-looking statements based on assumptions and judgments of management regarding future events or results. Such statements are subject to a variety of risks and uncertainties which could cause actual events or results to differ materially from those reflected in the forward looking statements. The company disclaims any intention or obligation to revise or update such statements.