

**FORM 51-102F3
MATERIAL CHANGE REPORT**

1. Name and Address of Company

HEMPNOVA LIFETECH CORPORATION
Suite 2060 1055 West Georgia Street
Vancouver British Columbia, Canada V6E 3R5

2. Date of Material Change

May 21, 2020

3. News Release

The news release was filed on SEDAR and disseminated via Canada Newswire (“CNW”) on May 21, 2020.

4. Summary of Material Change

See attached news release at Schedule “A” for details.

5. Full Description of Material Change

See attached news release at Schedule “A” for details.

6. Reliance on Subsection 7.1(2) and (3) of National Instrument 51-102

Not applicable.

7. Omitted Information

Not applicable.

8. Executive Officer

Jennifer Trevitt, Corporate Secretary
Telephone: (604) 688-8002

9. Date of Report

May 21, 2020

Schedule “A”



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May 21, 2020

HEMPNOVA ACQUIRES SEVEN OAKS HEMP CENTER IN SOUTHERN OREGON, USA

Vancouver, B.C.: HempNova Lifetech Corporation, (the “Company” or “HempNova”), is pleased to announce that it has, through its wholly owned subsidiary, HNL2 Holdings LLC, acquired all assets of the Seven Oaks Hemp Center (“7Oaks”), located at 5130 Seven Oaks Road, Central Point, Oregon, USA for US\$2.03 million. The assets acquired include the following:

- 45 acres of prime EFU farmland with water rights and a state-of-the-art irrigation system;
- a newly built 9,600 sq. ft. drying shop with three mesh belt mechanic dryers, one floor dryer and all associated natural gas and 3-phase power connections;
- a newly built 6,000 sq. ft. insulated warehouse;
- a newly built 8,000 sq. ft. greenhouse;
- various farming and processing equipment; and
- certain intangible assets, including water rights and all the permits related to 7Oaks operation.

7Oaks is a fully functional turn-key hemp operation and includes cultivation, harvesting, flower drying & processing, and biomass drying facilities. Hemp cultivated from 7Oaks in 2019 won several rewards, including 1st place in “Top Terpenes”, 1st place in “Judges Favorite Flower” and 3rd place in “Highest CBD Hemp”. The farm is well located in Rogue Valley of Southern Oregon and is surrounded by major hemp growing areas such as Ashland, Phenix, Applegate, Jacksonville, Eagle Points, Central Points and Gold Hill, with excellent access from Highway 99 and Highway 5.

Over the next two years, the Company plans to expand 7 Oaks into a major hemp service center which will include state-of-art greenhouses, drying shops for biomass, drying and processing facilities for smokable flowers and extraction facilities for production of hemp crude oil. During 2020, the Company intends to grow 35 acres of premium hemp at 7Oaks and provide drying services to local hemp growers. HempNova has obtained an ODA Hemp Grower License for the 2020 growing season.

“We are very excited about this strategic acquisition. Southern Oregon produces the premium smokable hemp flowers in the world”, commented Dr. Ken Cai, Chairman & CEO of HempNova. “After our success in biomass drying in 2019, this strategic acquisition not only permits our Company to expand its business into Southern Oregon quickly, but also helps HempNova in reaching its goal to become a leading vertical integrated one-stop service provider to hemp growers.”

For additional information on the Company, please contact Jennifer Trevitt at 604-688-8002.

ON BEHALF OF THE BOARD

“Maria Tang”, President

Information set forth in this news release includes forward-looking statement under applicable securities laws. Forward-looking statements are statements that relate to future, not past, events. In this context, forward-looking statements often address expected future business and financial

performance, and often contain words such as “anticipate”, “believe”, “plan”, “estimate”, “expect”, “budget”, “scheduled” and “intend”, statements that an action or event “may”, “might”, “could”, “should”, or “will” be taken or occur, or other similar expressions.

By their nature, forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements, or other future events, to be materially different from any future results, performance or achievements express or implied by such forward-looking statements. Such factors include, among others, the risks identified in the Company’s reports and filings with the applicable Canadian securities regulators. Forward-looking statements are made based on management’s beliefs, estimates and opinions on the date that statements are made, and the Company undertakes no obligation to update forward-looking statements if these beliefs, estimates and opinions or other circumstances should change, except as required by applicable securities laws. Investors are cautioned against attributing undue certainty to forward-looking statements. The Company assumes no responsibility to update or revise forward-looking information to reflect new events or circumstances unless required by applicable law.