

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Alta Natural Herbs & Supplements Ltd. (the “Company”)
118 - 7400 Moffatt Road
Richmond, British Columbia
Canada, V6Y 3G3

Item 2 Date of Material Change

April 26, 2012

Item 3 News Release

The news release was disseminated on **April 30, 2012** by way of the facilities of Market News and Canada Stockwatch.

Item 4 Summary of Material Change

The Company has closed a non-brokered private placement of common shares to raise a total of \$1,000,000.

Item 5 Full Description of Material Change

On **April 26, 2012**, the Company closed the non-brokered private placement to raise \$1,000,000. The Company issued **10,000,000** common shares at a price of **\$0.10** per common share (the “**Common Shares**”). The issued securities are subject to a **four (4)** month hold period until **August 27, 2012**. **Xiaoxia Sun** and **Zhiqiang Wang** became Insiders of the Company and each of them, independently, purchased 5,000,000 Common Shares.

The funds will be used for working capital and to develop distribution to both Chinese and US markets for its products in the field of nutraceuticals and of pharmaceuticals.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Jianfang Jin, Director and Chief Executive Officer

Business Telephone: 778 859 1936
Facsimile: 604 247 0892

Item 9 Date of Report

April 30, 2012.