51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

First Growth Holdings Ltd. (the "**Company**")
520 – 601 West Broadway
Vancouver, BC V5Z 4C2

Item 2 Date of Material Change

November 1, 2015

Item 3 News Release

The news release was disseminated on November 6, 2015 through TNW Accesswire.

Item 4 Summary of Material Change

The Company announced that it intends to purchase the 30% minority interest in its subsidiary, Jiayuan International Trade (Shanghai) Co. Limited to make it a wholly owned subsidiary.

The Company also announced that it has appointed Gong (Michael) Chen to its board of directors and Keith Leech has been appointed to the new position of Vice President of Human Resources and Administration.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See attached new release with respect to the matters described above.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

Han Liang Pan, Chairman, 778.588.5626 ext. 108

Item 9 Date of Report

November 27, 2015

FIRST GROWTH HOLDINGS LTD.
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FIRST GROWTH ANNOUNCES INTENTION TO PURCHASE MINORITY INTEREST IN SUBSIDIARY AND NEW VICE PRESIDENT HUMAN RESOURCES

VANCOUVER, B.C./TNW Accesswire/November 6, 2015 – **First Growth Holdings Ltd.** (FGH: TSX-V) ("**First Growth**" or the "**Company**") announces that it intends to purchase the 30% minority interest in its subsidiary, Jiayuan International Trade (Shanghai) Co. Limited (**"Jiayuan")** to make it a wholly owned subsidiary**.** Jiayuan continues to develop its business of importing wine to China, including participation in the 93rd China Food & Drinks Fair in Nanjing, China, where it promoted the brand in China "Arbos" and announced new relationships with Castellani Winery and Tenuta Degli Dei from Italy, which is owned by fashion designer Roberto Cavalli. Jiayuan continues to develop its list of suppliers and distribution options in China's fast growing wine market.

In other news, the Company has invited Mr. Gong (Michael) Chen to join the board of directors . Keith Leech has been appointed to the new position of Vice President of Human Resources and Administration . Keith has over 30 years in human resources management coupled with extensive business management experience in a number of manufacturing and service industries, including management positions with Eurocan Pulp & Paper, West Fraser Mills Ltd., I.C.B.C., Lafarge North America, Slocan Forest Products Ltd. and Canadian Forest Products Ltd. Ms. Ting Zhao has been promoted to CEO Assistant and President of Jiayuan. Ting Zhao is based in Shanghai and will serve as the liaison between the management teams in Canada and China.

First Growth is a Canadian-based company that identifies and develops strong brands in the Canadian and international markets. First growth's brands have a global reach in today's modern world with the rapid adoption of social media and advancements in technology. First Growth recognizes the potential for its brands to penetrate international markets and will be focused on developing each one of its brands to its fullest potential.

ON BEHALF OF FIRST GROWTH HOLDINGS LTD.:

"Han Liang Pan"
Han Liang Pan
Chairman of the Board of Directors

FOR MORE INFORMATION, PLEASE CONTACT:

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