FORM 51-102F3

MATERIAL CHANGE REPORT

ITEM 1 NAME AND ADDRESS

Desmond Investments Ltd. (the "Company")
1600 – 609 Granville Street
Vancouver, BC V7Y 1C3

ITEM 2 DATE OF MATERIAL CHANGE

April 28, 2014

ITEM 3 NEWS RELEASE

The Company issued a press release through Stockwatch and Baystreet on April 25, 2014.

ITEM 4 SUMMARY OF MATERIAL CHANGE:

Trading in the common shares of the Company resumed on Monday, April 28, 2014.

Trading in the common shares of Desmond had been halted since May 16, 2012. On April 17, 2014, the Company completed its acquisition of all of the issued and outstanding share capital of Emvest Nuts (Pty) Ltd. ("**EmVest Nuts**"), which constituted its Qualifying Transaction.

ITEM 5 FULL DESCRIPTION OF MATERIAL CHANGE

See attached news release dated April 25, 2014 for a full description of the material change.

ITEM 6 RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102

Not applicable. This report is not being filed on a confidential basis.

ITEM 7 OMITTED INFORMATION

N/A

ITEM 8 EXECUTIVE OFFICER

The following executive officer of the Company is knowledgeable about the material change and this report:

Mark Pajak, President at +44 203 259 4071

ITEM 9 DATE OF REPORT

May 6, 2014

DESMOND INVESTMENTS LTD.
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NEWS RELEASE

DESMOND TO RESUME TRADING

April 25, 2014 – Vancouver, BC – Desmond Investments Ltd. (**TSXV: DLC**; "**Desmond**" or the "**Company**") is pleased to announce that further to its news release of April 17, 2014, trading in the common shares of Desmond will resume on Monday, April 28, 2014.

Trading in the common shares of Desmond has been halted since May 16, 2012. On April 17, 2014, Desmond completed the acquisition of all of the issued and outstanding share capital of Emvest Nuts (Pty) Ltd. ("**EmVest Nuts**"), which constituted its Qualifying Transaction. Additional information regarding Emvest Nuts is available in the Company's amended filing statement, which is available on SEDAR.

For further information, contact Mark Pajak at:

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The TSX Venture Exchange has neither approved nor disapproved the contents of this press release. Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Exchange) accepts responsibility for the adequacy or accuracy of this release.

Forward Looking Information

This news release includes forward looking statements that are subject to assumptions, risks and uncertainties. Statements in this news release which are not purely historical are forward looking statements, including without limitation any statements concerning the Company's intentions, plans, estimates, expectations or beliefs regarding the future. Although the Company believes that any forward looking statements in this news release are reasonable, there can be no assurance that any such forward looking statements will prove to be accurate. The Company cautions readers that all forward looking statements, including without limitation those relating to the Company's future operations and business prospects, are based on assumptions none of which can be assured, and are subject to certain risks and uncertainties that could cause actual events or results to differ materially from those indicated in the forward looking statements. Readers are advised to rely on their own evaluation of such risks and uncertainties and should not place undue reliance on forward looking statements.

Any forward looking statements are made as of the date of this news release, and the Company assumes no obligation to update the forward looking statements, or to update the reasons why actual events or results could or do differ from those projected in the forward looking statements. The Company assumes no obligation to update any forward looking statements, whether as a result of new information, future events or otherwise.