

## **Empower Clinics Announces Resignations and Appointments**

**SEATTLE, WA: January 8, 2019 – EMPOWER CLINICS INC.** (CSE: EPW) (Frankfurt 8EC) (“**Empower**” or the “**Company**”) is pleased to announce the appointment of Mr. Steven J. McAuley as Chief Executive Officer and Chair of the Board of Directors of the Company, effective immediately, following the resignation of Mr. Craig Snyder. The Company thanks Mr. Snyder for his contributions during his tenure and for his continued support through the transition of management.

Steven McAuley brings extensive operating, corporate and capital markets experience to Empower, developed over the past 20+ years in senior leadership roles, including Chief Executive Officer of United Kingdom GE Capital Fleet Services; SVP, Financial Services, of Penske Automotive (NYSE: PAG); and Chief Executive Officer of Xpel, Inc. (TSXV: DAP). He is also the creator of Privacy Shield, a privacy and security platform distributed in partnership with online marketplaces such as Autotrader.com, Autotrader.ca, Motors.co.uk and others.

“The global cannabis industry is developing at a rapid pace, providing substantial opportunity for operators, investors, suppliers and partners to assist doctors and practitioners as they create new treatment strategies to support the health and wellbeing of patients and other people around the world,” stated Mr. McAuley. “I am excited to bring my energy, focus and experience to capitalize on opportunities to rapidly lead Empower to become a nationally recognized brand.”

In conjunction with Mr. Snyder’s resignation, the Company and Mr. Snyder entered into a termination agreement pursuant to which Mr. Snyder agreed to, among other things: a reduction of termination payments required to be paid to him by the Company under his employment agreement; the surrender of all of the 1,700,000 stock options he was granted by the Company; return to treasury of 2,000,000 common shares of the Company he holds for no consideration; and to grant the Company the right to repurchase up to 2,607,500 of his common shares at a price of \$0.05 per share at a future date, in each case subject to compliance with applicable laws and satisfaction of other applicable conditions. Mr. Snyder has also agreed to remain as a consultant of the Company for at least four months in exchange for a monthly fee of \$5,500, in order to facilitate a smooth transition of the Company’s management.

The Company also announces the resignations of Mr. Paul Uhler and Mr. Lorne Gertner as directors of the Company. The Company thanks Mr. Uhler and Mr. Gertner for their contributions.

The Company is pleased to announce that Mr. Gertner will continue to support Empower in the capacity of Advisor, as the first appointment to the Company’s newly formed Advisory Board.

### **ABOUT EMPOWER**

Empower is a leading owner/operator of a network of physician-staffed clinics focused on helping patients improve and protect their health through innovative uses of medical cannabis. Treatment solutions are focused on education, data and efficacy in combination with other modalities to support patients with serious qualifying

conditions, such as chronic pain, PTSD, sleep disorders, opioid dependency, epilepsy and more. It is expected that Empower's proprietary product line "Sollievo" will offer patients a variety of delivery methods of doctor recommended medical cannabis product options in its clinics, online and at major retailers. With over 120,000 patients, an expanding clinic footprint, a focus on new technologies, including tele-medicine and an expanded product development strategy, Empower believes it is positioned to be a market-leading service provider for complex patient requirements in 2019 and beyond.

ON BEHALF OF THE BOARD OF DIRECTORS:

Steven McAuley  
Chief Executive Officer

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#### FORWARD-LOOKING STATEMENTS

*This news release contains certain "forward-looking statements" or "forward-looking information" as contemplated by applicable Canadian securities law. Forward-looking statements are frequently characterized by words such as "plans", "continues", "expects", "projects", "intends", "believes", "anticipates", "estimates", "may", "will", "potential", "proposed" and other similar words, or information that certain events or conditions "may" or "will" occur. Forward-looking statements in this news release include, but are not limited to, statements regarding: the benefits to be realized by the Company as a result of Mr. McAuley's appointment, including his ability to rapidly lead Empower to become a nationally recognized brand; the proposed cancellation and repurchase of the securities of the Company held by Mr. Snyder; the expected availability of the Company's clinics and products; and that the company is position to be a market-leading service provider for complex patient requirements in 2019 and beyond. Such statements are only a projection based on assumptions known to management at this time, and are subject to risks and uncertainties that may cause actual results, performance or developments to differ materially from those contained in the forward-looking statements, including: (i) that Mr. McAuley may not be successful in making the Company a market leader; (ii) that the conditions for the proposed repurchase of Mr. Snyder's securities may not be satisfied; (iii) that legislative changes may have an adverse affect on the Company's business and product development; (iv) that the Company may not be able to obtain adequate financing to pursue its business plan; and (v) other factors beyond the Company's control. No assurance can be given that any of the events anticipated by the forward-looking statements will occur or, if they do occur, what benefits the Company will obtain from them. Readers are cautioned not to place undue reliance on the forward-looking statements in this release, which are qualified in their entirety by these cautionary statements. The Company is under no obligation, and expressly disclaims any intention or obligation, to update or revise any forward-looking statements in this release, whether as a result of new information, future events or otherwise, except as expressly required by applicable laws.*