



# NASS VALLEY GATEWAY Ltd.

Trading Symbols

CSE: NVG

Deutsche Borse, Frankfurt: 3NVN

Germany: WKN A1JVHM/

ISIN CA6315202029

[www.nassvalleygateway.com](http://www.nassvalleygateway.com)

## NEWS RELEASE

### **Nass Valley Gateway Ltd. obtains Conditional Approval of the Fundamental Change with Respect to the Acquisition of Advanced Bioceuticals Limited**

Vancouver, BC, Canada – March 4, 2019.

Nass Valley Gateway Ltd. (the “Company” or “Nass Valley”), trading on the Canadian Securities Exchange (“CSE”) under the trading Symbol “NVG” and on Deutsche Boerse, Frankfurt under the trading Symbol 3NVN, is pleased to announce that following an internal Listing Application Review, the Canadian Securities Exchange (the “CSE”) has approved the fundamental change of Nass Valley Gateway Ltd. for listing subject to the following conditions:

- 1) Completion of the acquisition (the “Acquisition”) of Advanced Bioceuticals Limited (“ABL”);
- 2) Completion of any and all outstanding CSE application documentation and payment of fees pursuant to the Policies of the CSE.

A date for trading will be determined upon confirmation of the conditions being met.

Pursuant to the Acquisition, the Company is acquiring 100% ownership interest in ABL and its wholly owned subsidiary Pro-Thotics Technology Inc. (“PTI”). The Definitive Acquisition and Share Exchange Agreement was executed on March 22, 2018. The transaction is arm’s length and no finders’ fees are being paid. The Company will be issuing an aggregate of 400,000,000 shares of the Company at a price of \$0.10 per share which amounts to 89.27% of the fully paid and non-assessable common shares of the Company’s when the Acquisition is completed. Upon completion of the transaction, ABL and PTI will become two wholly owned subsidiaries of Nass Valley. The to be issued shares will be subject to an escrow agreement in accordance to the rules of the CSE. The transaction is a reverse take-over.

As wholly owned subsidiaries of Nass Valley, ABL will continue to focus on commencing the sale of hemp based cannabidiol (CBD) with zero Tetrahydrocannabinol (THC) content products including CBD infused skin, bath, and body care products (the “ABL-Business”) and PTI will continue to focus on expanding the sale of Durable Medical Equipment (“DME” or “PTI-Business”).

PTI’s business was mostly concentrated in the states of New York, New Jersey, and Florida for last 25 years serving patients throughout the US. During PTI’s 25-year history, 200,000 patients located throughout the U.S. and Puerto Rico were provided relief from pain and medical issues through the purchase of PTI’s DME products as well as establishing a solid database of satisfied patients seeking wellness from pain relief.



Nass Valley is determined to expand upon this pain relief concept through its ABL-Business and to aggressively focus on the hemp based CBD marketplace as well as well as expanding the sale of the PTI-Business on national basis.

Dieter Peter, President & CEO, commented: "This transaction places Nass Valley in a strong strategic position to be at the forefront of a new and innovative industry relating to the development and sale of its CBD based products. I am therefore especially delighted that ABL's young and experienced management team as major future shareholders agreed to join Nass Valley's future management and Board of Directors and will bring tremendous value to the company's future growing with their marketing and operational experience including financial management and risk estimations."

### **Forward Looking Statements**

*Statements in this news release that are forward-looking statements are subject to various risks and uncertainties concerning the specific factors disclosed here and elsewhere in Nass Valley's periodic filings with Canadian securities regulators. When used in this news release, words such as "will, could, plan, estimate, expect, intend, may, potential, believe, should, aware" and similar expressions, are forward-looking statements.*

*Forward-looking statements may include, without limitation, statements including statements related to Nass Valley's transactions and business related CBD product derived from hemp extraction and future news releases.*

*Although Nass Valley has attempted to identify important factors that could cause actual results, performance or achievements to differ materially from those contained in the forward-looking statements, there can be other factors that cause results, performance or achievements not to be as anticipated, estimated or intended, including, but not limited to: dependence on obtaining regulatory approvals; investing in target companies or projects which have limited operating history or when very limited due diligence was performed or may be engaged in activities currently considered illegal under US Federal laws; change in laws; limited operating history; reliance on management; requirements for additional financing;*

*competition; hindering market growth and state adoption due to inconsistent public opinion and perception of the medical-use and adult-use marijuana industry; and regulatory or political change.*

*There can be no assurance that such information will prove to be accurate or that management's expectations or estimates of future developments, circumstances or results will materialize. As a result of these risks and uncertainties, the results or events predicted in these forward-looking statements may differ materially from actual results or events.*

*Accordingly, readers should not place undue reliance on forward-looking statements. The forward-looking statements in this news release are made as of the date of this release. Nass Valley disclaims any intention or obligation to update or revise such information, except as required by applicable law, and Nass Valley does not assume any liability for disclosure relating to any other company mentioned herein.*

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Neither the CSE nor its Regulation Services Provider has reviewed or accepts responsibility for the adequacy or accuracy of the contents of this news release.