

THIS PRESS RELEASE IS NOT FOR PUBLICATION OR DISSEMINATION IN THE UNITED STATES. FAILURE TO COMPLY WITH THIS RESTRICTION MAY CONSTITUTE A VIOLATION OF UNITED STATES SECURITIES LAW

Cannabis One Holdings, Inc. Announces the Formation of New Diamond Ventures to Introduce High Purity THCa Extracts into the Colorado Cannabis Market and Grant Options

VANCOUVER, BRITISH COLUMBIA and DENVER, COLORADO – May 26, 2020 – **Cannabis One Holdings Inc. (CSE: CBIS)** ("**Cannabis One**", "**CBIS**", or the "**Company**"), is pleased to announce the formation of Diamond Ventures for the production of high purity THCa extract products to further expand its current product offerings beyond existing brands including Honu, Cheech, INDVR and Fat Face Farms.

Diamond Ventures is a new and equally owned joint venture between Cannabis One U.S., Inc., a wholly owned subsidiary of Cannabis One, and Empire ("**Empire**"), a Colorado limited liability company.

The joint venture will utilize licensed proprietary technology and know-how that allows for the partitioning of acid cannabinoids from their neutral counterparts with high efficiency. This technology will be used in tandem with licensed proprietary techniques to consistently achieve greater than 99 percent purity THCa "diamonds" for use in a wide array of new retail products.

Empire's licensed technology and processes, combined with Cannabis One's production capabilities and extensive access to the end customer in Colorado, through more than 350 retail dispensaries, has created a unique ability to bring first-to-market products such as the Meteorite hybrid flower product and Space Dust, a high purity THCa extract meant to enhance existing cannabis products by increasing overall THC content.

Jeff Mascio, CEO of Cannabis One commented, "The creation of Diamond Ventures has given Cannabis One the ability to bring new and unique high purity products to the Colorado retail cannabis market utilizing a cost-effective structure. Over the next quarter, the Cannabis One team is excited to build off of this joint venture and other similar creative growth-oriented initiatives that will enhance our company and grow our cash flow positive platform in our core states of Washington, Oregon, Colorado and Nevada."

It is expected that the first products produced through the joint venture will be available in licensed cannabis retailers starting June 2020.

Option Grant

The Company also announces that its Board of Directors has approved its annual stock option grant of an aggregate of 6,925,000 stock options to its directors, officers, employees and certain service providers. The stock options vest over two years, have an exercise price of \$0.14 per share and will expire on May 27, 2025.

About Cannabis One

IF WE BRAND IT, THEY WILL COME – Cannabis One Holdings Inc. (**CSE: CBIS**) is focused on aggregating and optimizing popular cannabis brands throughout North America. With its unique, franchise-ready retail brand, The Joint™, and through targeted acquisition and partnership opportunities, Cannabis

One intends to become the premier, globally recognized, "House of Brands", holding a client portfolio of award-winning products with an extensive market footprint. Through the Company's The Joint™ retail concept, Cannabis One intends to leverage the consumer and brand data harvested from its retail locations to bring data-driven analytics to an emerging, branded industry. For consumers, Cannabis One desires to become the definitive source for unparalleled product selection and renowned service in an otherwise fragmented market.

Disclaimer and Forward-Looking Information

Certain statements contained in this press release constitute forward-looking information. These statements relate to future events or future performance. The use of any of the words "anticipate", "could", "intend", "expect", "believe", "will", "projected", "potential", "estimated" and similar expressions and statements relating to matters that are not historical facts are intended to identify forward-looking information and are based on the parties' current belief or assumptions as to the outcome and timing of such future events. Actual future results may differ materially. These statements are only predictions. Readers are cautioned that the assumptions used in the preparation of such information, although considered reasonable at the time of preparation, may prove to be imprecise and, as such, undue reliance should not be placed on forward-looking statements. The Company assumes no obligation to update forward-looking statements, whether as a result of new information, future events or otherwise, except as required by applicable law.

The forward-looking information contained in this release is made as of the date hereof and the parties are not obligated to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable securities laws. Because of the risks, uncertainties and assumptions contained herein, investors should not place undue reliance on forward looking information. The foregoing statements expressly qualify any forward-looking information contained herein.

To the extent any forward-looking information in this press release constitutes "future-oriented financial information" or "financial outlooks" within the meaning of applicable Canadian securities laws, such information is being provided to demonstrate the anticipated product sales of the Company and the reader is cautioned that this information may not be appropriate for any other purpose and the reader should not place undue reliance on such future-oriented financial information and financial outlooks. Future-oriented financial information and financial outlooks, as with forward-looking information generally, are, without limitation, based on the assumptions and subject to the risks set out above under the heading "Disclaimer and Forward-Looking Information".

Cannabis is legal in certain States in the United States ("U.S."), however cannabis remains illegal under U.S. federal laws. Cannabis One intends to conduct its U.S. cannabis operations in a manner consistent with the applicable State laws and in compliance with regulatory and licensing requirements applicable in the applicable State. However, the readers should be aware that any change in federal guidance on enforcement actions could adversely affect Cannabis One's ability to access private and public capital required in order to support continuing operations and its ability to operate in the U.S.

Unlike in Canada which has Federal legislation uniformly governing the cultivation, distribution, sale and possession of cannabis under the Cannabis Act (Federal), readers are cautioned that in the U.S., cannabis is largely regulated at the State level. To the knowledge of Cannabis One, there are to date a total of 33 states, plus the District of Columbia, that have legalized cannabis in some form. Notwithstanding the permissive regulatory environment of medical cannabis at the State level, cannabis continues to be categorized as a controlled substance under the Controlled Substances Act in the U.S. and as such, cannabis-related practices or activities, including without limitation, the manufacture, importation,

possession, use or distribution of cannabis are illegal under U.S. Federal law. Strict compliance with State laws with respect to cannabis will neither absolve Cannabis One of liability under the U.S. Federal law, nor will it provide a defense to any Federal proceeding, which may be brought against Cannabis One. Any such proceedings brought against Cannabis One may materially adversely affect its operations and financial performance in the U.S. market.

Further Information: For investment inquiries, please contact Scott Koyich, Investor Relations at Scott@briscocapital.com or (403) 619-2200.

Related Links

www.cannabisone.life