



NEWS RELEASE

ALLIANCE GROWERS FILES \$13M PRELIMINARY SHORT FORM PROSPECTUS

April 16 2019 – Vancouver, BC – Alliance Growers Corp. (CSE: ACG; FWB:1LA; OTCQB: ALGWF) (“Alliance Growers” or “the Company”) is pleased to announce that it has filed a preliminary short form base shelf prospectus in British Columbia, with the British Columbia Securities Commission to qualify the distribution of an aggregate of up to \$13,000,000 of units (“Units”) of the Company.

The base shelf prospectus will enable Alliance Growers to make offerings of up to \$13 million of common shares, warrants and units or a combination thereof of the Company from time to time, separately or together. This will be offered in amounts, at prices and on terms to be determined based on market conditions at the time of each offering. This is accomplished by the Company, at its discretion, filing a Prospectus Supplement, during the 25-month period that the shelf prospectus remains effective. The specific terms of any future offering will be established in a Prospectus Supplement to the shelf prospectus, which supplement will be filed with the applicable Canadian Securities regulatory authorities. Unless otherwise specified in the Prospectus Supplement relating to a particular offering of securities, the net proceeds from any sale of any securities may be used by Alliance Growers for general corporate purposes, including funding the acquisition of an additional 20% interest in the Cannabis Biotech Complex, ongoing operations and/or working capital requirements for acquiring cultivation licenses, and potential future investments in the Cannabis sector.

Commenting on the filing of the preliminary short form base shelf prospectus, Dennis Petke, President and CEO of Alliance Growers stated, “As previously announced, we have attracted and engaged the interest of the GCF Family Office out of New York with an offer to finance Alliance Growers for \$4m. Having this prospectus available to undertake offerings with GCF, as well as other financiers, allows management to focus on developing the Alliance Growers’ business model. These offerings will be done at progressively higher prices, under the appropriate market conditions. This capital will facilitate our funding requirements while, at the same time, optimize and leverage future dilution as we execute our strategy to build shareholder value. We have filed this preliminary short form prospectus to allow Alliance Growers to access capital quickly, with the right longer-term view investors, at progressively higher prices. We will execute financings within this prospectus to continue to fund our projects over time to maximize value to the Company and its stakeholders while minimizing dilution. We will keep the market updated on the status of the short form prospectus and the associated financings.”

A copy of the preliminary short form base shelf prospectus can be found on SEDAR at www.sedar.com.

About Alliance Growers Corp.

Alliance Growers is a Diversified Global Medical Cannabis Company driven by the Company’s ‘Four Pillars’ Organization Plan – Cannabis Biotech Complex, Strategic ACMPR Investments, CBD Oil Supply and Distribution, and Research and Technology.

Alliance Growers is working with Pharmagreen Biotech Inc. to jointly develop and operate a 63,000-square foot Cannabis Biotech Complex, to be the first of its kind in Western Canada to house a DNA Botany lab, CBD extraction facility and Tissue Culture Plantlet Production facility to service the Cannabis market and agriculture market in general.

For further information, please visit the Company’s website at www.alliancegrowers.com or the Company’s profile at www.sedar.com.

If you would like to be added to Alliance Growers’ news distribution list, please send your email address to newsletter@alliancegrowers.com.

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THE CANADIAN SECURITIES EXCHANGE HAS NOT REVIEWED AND DOES NOT ACCEPT RESPONSIBILITY FOR THE ACCURACY OR ADEQUACY OF THIS RELEASE

FORWARD LOOKING INFORMATION

This news release contains forward-looking statements and forward-looking information within the meaning of applicable securities laws. These statements relate to future events or future performance. All statements other than statements of historical fact may be forward-looking statements or information. More particularly and without limitation, the news release contains forward-looking statements and information relating to Company's corporate strategy. The forward-looking statements and information are based on certain key expectations and assumptions made by management of the Company, including, without limitation, the Company's ability to carry out its business plan. Although management of the Company believes that the expectations and assumptions on which such forward-looking statements and information are based are reasonable, undue reliance should not be placed on the forward-looking statements and information since no assurance can be given that they will prove to be correct.

Forward-looking statements and information are provided for the purpose of providing information about the current expectations and plans of management of the Company relating to the future. Readers are cautioned that reliance on such statements and information may not be appropriate for other purposes, such as making investment decisions. Since forward-looking statements and information address future events and conditions, by their very nature they involve risks and uncertainties. Actual results could differ materially from those currently anticipated due to a number of factors and risks. These include, but are not limited to, the Company's ability to identify and complete additional suitable acquisitions to further the Company's growth as well as risks associated with the medical marijuana industry in general, such as operational risks in development and production delays or changes in plans with respect to development projects or capital expenditures; the uncertainty of the capital markets; the uncertainty of receiving the required licenses, production, costs and expenses; health, safety and environmental risks; marketing and transportation; loss of markets; environmental risks; competition; incorrect assessment of the value of the potential market; ability to access sufficient capital from internal and external sources; failure to obtain required regulatory and other approvals and changes in legislation, including but not limited to tax laws and regulated regulations. Accordingly, readers should not place undue reliance on the forward-looking statements, timelines and information contained in this news release. Readers are cautioned that the foregoing list of factors is not exhaustive.

The forward-looking statements and information contained in this news release are made as of the date hereof and no undertaking is given to update publicly or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws or the Canadian Securities Exchange. The forward-looking statements or information contained in this news release are expressly qualified by this cautionary statement.