

**ALLIANCE GROWERS CORP.**

**NEWS RELEASE**

**ALLIANCE GROWERS CLOSES SECOND TRANCHE**

**OF $2M PRIVATE PLACEMENT**

**September 5, 2018 – Vancouver, B.C. –** Alliance Growers Corp. (CSE: ACG) (the “Company”) is pleased to announce that it has closed a second tranche of 1,787,042 units (the “Units”) on August 31, 2018 at $0.14 per Unit.

On August 27, 2018, the Company announced a 14,500,000-unit $2,000,000 private placement (the “Private Placement”) at a price of $0.14 per Unit.

The proceeds from the $2,000,000 financing will be used primarily to advance the Company’s two main projects: the continued development of the Cannabis Biotech Complex and the construction of the Biocannatech facility in Montreal, a late stage ACMPR applicant.

Pharmagreen, in conjunction with Alliance, is currently completing the pre-construction phase of the 62,000 square foot Cannabis Biotech Complex, of which Alliance is acquiring a 30% equity interest and income share. Pharmagreen has filed for regulatory approvals from Health Canada and has meetings scheduled in September with the officials from Fraser Valley Regional District and Mission to receive final approvals for development of the Cannabis Biotech Complex.

The Company’s wholly owned subsidiary, Biocannatech, has received all required construction permits for the facility and is now issuing a site readiness evidence package to Heath Canada. Proceeds from this financing will allow the Company to commence construction and move the Company closer to receiving an ACMPR license, targeted for November 2018.

**Alliance Growers $2,000,000 Private Placement Terms**

On August 27, 2018, Alliance announced a non-brokered private placement of up to 14,500,000 units (the "Units") at a price of $0.14 per Unit, for gross proceeds of up to $2,030,000. Each Unit consists of one common share of the Company (“Share”) and one Share purchase warrant (“Warrant”). Each Warrant will entitle the holder to acquire one additional Share at a price of $0.20 per Share, for a period of three years from the date the Units are issued. The Warrants are subject to an acceleration clause after the resale restrictions on the Shares have expired. The expiry time of the Warrants can be accelerated if the Shares trade at or above a weighted average trading price of $0.30 per Share for 10 consecutive trading days

On August 29, 2018 the Company raised $280,000 on the lead order with the issuance of 2,000,000 units (the “Units”) at a price of $0.14 per Unit and a further $250,186 from the issue of 1,787,042 Units for the second tranche which closed on August 31, 2018. In connection with these raises, the Company issued a Finders Fee of 80,000 Units for the lead order, and a further 4,000 units for the second tranche. The Finders Fee Units are issued on the same terms as the Private Placement share purchase warrants.  All securities issued pursuant to the placements will be subject to a hold period of four months and one day from the date of closing.

Debt Settlement

On August 31, 2018 the Company issued 315,000 Shares to the insiders of the Company to settle outstanding liabilities and 30,000 Shares for debt, all at a price of $0.18 per Share to settle aggregate liabilities of $62,100. The Shares are subject to a hold period of four months and one day from the date of closing.

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**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. advancing a new business partnership, to jointly develop and operate a 62,000-square foot facility, to be the first of its kind in Western Canada to house a DNA Botany lab, extraction facility and Tissue Culture Plantlet Production facility to service the Cannabis market and agriculture market in general. The proposed Cannabis Biotech Complex’s main facility is the Cannabis Biotech Centre which will grow Cannabis plantlets using proprietary tissue culture propagation, specifically utilizing the “Chibafreen Invitro Plant Production System”, which allows for more tissue cultured plantlets to be produced in less space and less time.

**About Pharmagreen Biotech, Inc. and WFS Pharmagreen Inc.**

WFS Pharmagreen Inc. is a wholly owned Canadian based subsidiary of Pharmagreen Biotech, Inc., a publicly traded (OTC PINKS: PHBI) company.  WFS Pharmagreen Inc. is a cannabis company that is becoming the largest producer of cannabis plantlets through a proprietary tissue culture process with opportunity to become one of the largest players globally.  Pharmagreen’s mission is to advance the technology of tissue culture science and to provide the highest quality 100% germ free, disease free and all genetically the same plantlets of cannabis and other flora while offering full spectrum DNA testing for plant identification, live genetics preservation using  low temperature storage for various cannabis and horticulture plants; extraction of botanical oils mainly CBD oil, and to deliver laboratory based services to the North American Cannabis and agriculture sectors.  For further information on the company progress on the construction of a 62,000 square foot “Cannabis Biotech Complex” please visit [www.pharmagreen.ca](https://www.globenewswire.com/Tracker?data=GTvzcVoQy8JknFYB0RvvAQKQ36z10JicGcYoNrx8-UeCTDfILWoVoEv3wr9xOfwSeNS_45NlqF_qxDxB3BFGiCrstg_1NtK38CuxlPDK3fQ=)

For further information, please visit the Company’s website at [www.alliancegrowers.com](http://www.alliancegrowers.com) or the Company’s profile at [www.sedar.com](http://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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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.