



BYND CANNASOFT ENTERPRISES INC.

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NEWS RELEASE - For Immediate Release

Early Warning News Release

VANCOUVER, British Columbia, December 28, 2023 - BYND Cannasoft Enterprises Inc. (NASDAQ: BCAN) (CSE: BYND) ("BYND Cannasoft" or the "Company") announced today the filing of early warning reports by Yftah Ben Yaacov ("Yftah"), Marcel Maram ("Marcel"), Avner Tal ("Avner") and Carmel Zigdon ("Carmel") (the "Acquirors") advising of the decrease of their ownership following the registered direct public offering (the "Offering") that closed on December 21, 2023.

The following disclosure is the sole responsibility, and published at the request, of the Acquirors pursuant to his disclosure obligations under National Instrument 62-103 The Early Warning System and Related Take-Over Bid and Insider Reporting Issues ("NI 62-103").

Prior to the Offering, Carmel beneficially owned 7,920,000 Shares representing 20.99% of the Company's issued and outstanding Shares.

After giving effect to the offering, Carmel owned 7,920,000 shares representing 18.61% of the Company's 42,553,166 issued and outstanding Shares, a decrease of 2.38%.

Prior to the Offering, Yftah beneficially owned 8,184,616 Shares representing 21.69% of the Company's issued and outstanding Shares.

After giving effect to the offering, Yftah owned 8,184,616 shares representing 19.23% of the Company's 42,553,166 issued and outstanding Shares, a decrease of 2.46%.

Prior to the Offering, Marcel beneficially owned 4,091,407 Shares representing 10.84% of the Company's issued and outstanding Shares.

After giving effect to the offering, Marcel owned 4,091,407 shares representing 9.61% of the Company's 42,553,166 issued and outstanding Shares, a decrease of 1.23%.

Prior to the Offering, Avner beneficially owned 4,091,407 shares representing 10.84% of the Company's issued and outstanding Shares.

After giving effect to the offering, Avner owned 4,091,407 shares representing 9.61% of the Company's 42,553,166 issued and outstanding Shares, a decrease of 1.23%.

The Shares were acquired for investment purposes. The Acquirors may from time to time acquire additional securities, dispose of some or all of the existing or additional securities or may continue to hold the securities of the Company.

A copy of the early warning reports that were filed by the Acquirors pursuant to NI 62-103 may be obtained from Carmel at +972 54 2141448, Yftah at +972 50 7262830, Marcel at +972 54 4978266 and Avner at +972 54 452 2821.

About BYND Cannasoft Enterprises Inc.

BYND Cannasoft Enterprises is an Israeli-based integrated software and cannabis company. BYND Cannasoft owns and markets "Benefit CRM," a proprietary customer relationship management (CRM) software product enabling small and medium-sized businesses to optimize their day-to-day business activities such as sales management, personnel management, marketing, call center activities, and asset management. Building on our 20 years of experience in CRM software, BYND Cannasoft is developing an innovative new CRM platform to serve the needs of the medical cannabis industry. The Cannabis CRM System will include a Job Management (BENEFIT) and a module system (CANNASOFT) for managing farms and greenhouses with varied crops.

A subsidiary of BYND Cannasoft owns the patent-pending intellectual property for the EZ-G device. This device uses proprietary software to regulate the flow of low concentrations of CBD oil, hemp seed oil, and other natural oils into the soft tissues of the female reproductive system to potentially treat a wide variety of women's health issues. The EZ-G device includes technological advancements as a sex toy with a more realistic experience, and the prototype utilizes sensors to determine what enhances the users' pleasure. The user can control the device through a Bluetooth app installed on a smartphone or other portable device. The data is transmitted and received from the device to and from the secure cloud using artificial intelligence (AI). The data is combined with other antonymic user preferences to improve its operation by increasing sexual satisfaction. Commercialization of the EZ-G device is subject to receipt of regulatory approvals.

For further information, please refer to the information available on the Company's website: www.cannasoft-crm.com, the CSE's website: www.thecse.com/en/listings/life-sciences/bynd-cannasoft-enterprises-inc and on SEDAR+: www.sedarplus.ca

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Cautionary Note Regarding Forward-Looking Statements

This press release includes certain statements that may be deemed “forward-looking statements” within the meaning of Section 27A of the U.S. Securities Act of 1933, as amended, and Section 21E of the U.S. Securities Exchange Act of 1934, as amended. When used in this press release, the words “may”, “would”, “could”, “will”, “intend”, “plan”, “anticipate”, “believe”, “estimate”, “expect” and similar expressions are intended to identify forward-looking statements. Those forward-looking statements include, without limitation, statements regarding the Company's expectations for the growth of the Company's operations and revenue. Such statements are subject to certain risks and uncertainties, and actual circumstances, events or results may differ materially from those projected in such forward-looking statements.

Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance, and actual events or developments may differ materially from those in forward-looking statements. Such forward-looking statements necessarily involve known and unknown risks and uncertainties, which may cause the Company's actual performance and financial results in future periods to differ materially from any projections of future performance or results expressed or implied by such forward-looking statements. Such statements reflect the Company's current views with respect to future events and are subject to such risks and uncertainties. Many factors could cause actual results to differ materially from the statements made, including future financial performance, unanticipated regulatory requests and delays, final patents approval, and those factors discussed in filings made by the company with the Canadian securities regulatory authorities, including (without limitation) in the company's management's discussion and analysis for the year ended December 31, 2022 and annual information form dated March 31, 2023, which are available under the company's profile at www.sedar.com, and in the Company's Annual Report on Form 20-F for the year then ended that was filed with the U.S. Securities and Exchange Commission on April 27, 2023. Should one or more of these factors occur, or should assumptions underlying the forward-looking statements prove incorrect, actual results may vary materially from those described herein as intended, planned, anticipated, or expected. We do not intend and do not assume any obligation to update these forward-looking statements, except as required by law. Any such forward-looking statements represent management's estimates as of the date of this press release. While we may elect to update such forward-looking statements at some point in the future, we disclaim any obligation to do so, even if subsequent events cause our views to change. Shareholders are cautioned not to put undue reliance on such forward-looking statements.