



CannaRoyalty Commends Favourable Memorandum of Understanding Between CDS and Canadian Equities Exchanges

MOU conclusively resolves any uncertainty regarding the clearing of securities for issuers with U.S. marijuana-related activities

Ottawa, Canada – February 9, 2018 – CannaRoyalty Corp. (CSE: CRZ) (OTCQX: CNNRF) (“CannaRoyalty” or the “Company”), an active investor and operator in the legal cannabis industry, commented on the Memorandum of Understanding (the “MOU”) signed between CDS Clearing and Depository Services Inc. (“CDS”) and Canadian Equities Exchanges, on February 8, 2018.

“Taken in combination with the positive staff notice released by the Canadian Securities Administrators (“CSA”) yesterday, we view this MOU as a clear and positive statement in support of Canadian issuers with U.S. marijuana-related activities,” said Marc Lustig, CEO of CannaRoyalty. “We applaud CDS and its parent company TMX Group for clarifying this issue for investors once and for all.”

The MOU reinforces CDS’ reliance on individual exchanges to review the conduct of listed issuers based on those exchanges’ listing requirements. The Canadian Securities Exchange, which signed the MOU, has repeatedly expressed support for issuers with U.S. cannabis assets such as CannaRoyalty.

TMX Group Limited press release regarding the MOU: <http://bit.ly/2nSBanE>

Copy of the MOU: <http://bit.ly/2sjVcNm>

CannaRoyalty’s press release regarding the February 8, 2018 CSA notice: <http://bit.ly/2BLNK1m>

About CannaRoyalty

CannaRoyalty is an active investor and operator in the legal cannabis industry. Our focus is building and supporting a diversified portfolio of growth-ready assets in high-value segments of the cannabis sector, including research, consumer brands, devices and intellectual property. Our management team combines a hands-on understanding of the cannabis industry with seasoned financial know-how, assembling a platform of holdings via royalty agreements, equity interests, secured convertible debt, licensing agreements and its own branded portfolio. CannaRoyalty’s shares trade on the Canadian Stock Exchange (CSE) under the symbol CRZ and internationally on the OTCQX under the symbol CNNRF.

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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 CannaRoyalty'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," and similar expressions, are forward-looking statements.*

Forward-looking statements may include, without limitation, statements regarding the Offering, the use of proceeds of the Offering and the Company's expectations with respect to pursuing new opportunities and its future growth and other statements of fact.

Although CannaRoyalty 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 or no operating history and are engaged in activities currently considered illegal under US Federal Laws; changes 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. CannaRoyalty disclaims any intention or obligation to update or revise such information, except as required by applicable law, and CannaRoyalty does not assume any liability for disclosure relating to any other company mentioned herein.