**For Immediate Release**  **April 9, 2019**

**VALENS GROWORKS ANNOUNCES CLOSING OF $43,125,000 BOUGHT DEAL FINANCING**

**Kelowna, B.C., April 9, 2019 – Valens GroWorks Corp. (CSE: VGW) (OTC: VGWCF)** (the “**Company**” or “**Valens**”), a multi-licensed provider of cannabis products and services focused on various proprietary extraction methodologies, distillation, cannabinoid isolation and purification, as well as associated quality testing is pleased to announce that it has closed its previously announced bought-deal prospectus offering (the “Offering”). The syndicate for the Offering was led by AltaCorp Capital Inc. as lead underwriter and sole bookrunner, along with a syndicate of underwriters, including GMP Securities L.P., and Raymond James Ltd., Haywood Securities Inc., and Mackie Research Capital Corp., (together with AltaCorp Capital Inc. the “Underwriters”), pursuant to which the Company issued an aggregate of 14,618,644 units of the Company (the “Units”) at a price of $2.95 per Unit, which included the full exercise of the Underwriters’ over-allotment option (the “Offering Price”) for aggregate gross proceeds to the Company of $43,125,000.

The Company plans to use the net proceeds from the Offering to increase extraction capacity at the Company’s Kelowna facility, build out the recently acquired adjacent property to add additional post processing, product development and white label capacity, and for general corporate purposes.

The securities offered have not been registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements. This press release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful.

**About Valens GroWorks**

Valens GroWorks Corp. is a research-driven, Canadian cannabis company focused on downstream secondary extraction methodology, distillation and cannabinoid isolation and purification, as well as associated quality testing with three wholly-owned subsidiaries located in and around Kelowna, BC. Subsidiary Valens Agritech (“VAL”) holds a license to cultivate cannabis and produce cannabis oil under the Cannabis Act, as well as a license to conduct analytical testing for the cannabis industry.  VAL currently has extraction processing and supply agreements with various leading producers across Canada. Subsidiary Valens Labs is a Health Canada licensed ISO 17025 accredited cannabis testing lab providing sector-leading analytical services and has partnered with Thermo Fisher Scientific to develop a Centre of Excellence in Plant Based Science. Subsidiary Valens Farms is in the process of becoming a purpose-built facility in compliance with European Union (EU) Good Manufacturing Practices (GMP) standards, ensuring the product from this facility can be exported anywhere in the world where Cannabis is nationally legal for medical or adult usage purposes. For more information, please visit [http://valensgroworks.com](http://valensgroworks.com/). The Company’s investor deck can be found specifically at <http://valensgroworks.com/investors/>

**For further information, please contact:**

Scott Young   
Valens GroWorks Corp.  
Telephone: +1.705.888.2756

U.S. / Europe Investors

KCSA Strategic Communications  
Phil Carlson / Elizabeth Barker

[VGW@kcsa.com](mailto:VGW@kcsa.com)

212.896.1233 / 212.896.1203

Media  
KCSA Strategic Communications

Anne Donohoe

[adonohoe@kcsa.com](mailto:VGW@kcsa.com)

212.896.1265

Notice regarding Forward Looking Statements

This news release contains certain "forward-looking statements" within the meaning of such statements under applicable securities law. Forward-looking statements are frequently characterized by words such as “anticipates”, "plan", "continue", "expect", "project", "intend", "believe", "anticipate", "estimate", "may", "will", "potential", "proposed", “positioned” and other similar words, or statements that certain events or conditions "may" or "will" occur. These statements are only predictions. Various assumptions were used in drawing the conclusions or making the projections contained in the forward-looking statements throughout this news release. Forward-looking statements are based on the opinions and estimates of management at the date the statements are made and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward-looking statements. The Corporation is under no obligation, and expressly disclaims any intention or obligation, to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as expressly required by applicable law.

The CSE or other regulatory authority has not reviewed, approved or disapproved the contents of this press release. We seek Safe Harbour.