



## THE BC BUD CORPORATION

**Trading symbol: CSE: BCBC**

**News Release No. 21-07**

### **THE BC BUD CO COMPLETES ACQUISITION OF RTO TRANSACTION, CONVERSION OF \$1,000,000 SUBSCRIPTION RECEIPTS, SET TO BEGIN TRADING UNDER SYMBOL “BCBC”**

**Vancouver, British Columbia** – September 29, 2021 –The BC Bud Corporation. (the “Company”), announces that, further to its press releases dated February 11, 2021, April 26, 2021 June 25, 2021, September 7, 2021 and September 27, 2021, the Company has completed its previously announced acquisition of the BC Bud Holdings Corp. (formerly “the BC Bud Corporation”) (the “**Transaction**”). The Company has also changed its name from ‘Entheos Capital Corp’. to “The BC Bud Corporation”. The Company expects to commence trading on the Canadian Securities Exchange (“CSE”) on September 30, 2021 under the symbol “BCBC”.

#### **Acquisition**

As previously announced, under the provisions of the Transaction, the Company acquired all of the issued and outstanding securities of the BC Bud Holdings Corp. (the “Target”) in consideration of the issuance of 26,250,000 common shares of the Company (the “Payment Shares”). The Target is now a wholly owned subsidiary of the Company. All of the Payment Shares are subject to escrow pursuant to the policies of the CSE and will be released from escrow based on the passage of time, such that 10% of the securities were released on closing and the balance will be released in six equal tranches of 15% every six months thereafter.

#### **Private Placement**

In connection with the Transaction, the Company completed a non-brokered private placement (“Private Placement”) of 4,000,000 subscription receipts (“Subscription Receipts”) at a price of \$0.25 per Subscription Receipt for aggregate gross proceeds of \$1,000,000, as further described in the Company's news release dated April 26, 2021.

Immediately prior to closing the Transaction, each Subscription Receipt issued pursuant to the Private Placement was converted into one unit of the Company comprising one common share of the Company and one share purchase warrant (each a “Warrant”). Each Warrant entitles the holder to acquire one additional common shares of the Company at an exercise price of \$0.50 per share until September 29, 2023, following the extension of the term of the Warrants approved by the Company. The Warrants are

also subject to accelerated expiry provisions, whereby, if the closing price of the Company's common shares exceeds \$0.75 per share for a period of ten consecutive trading days, at the Company's election, the 24 month period within which the Warrants are exercisable will be reduced and the holders of the Warrants will be entitled to exercise their Warrants for a period of 30 days commencing on the day the Company provides notice of same.

### **Capitalization**

Following completion of the Transaction, the Company now has 44,843,482 issued and outstanding common shares.

The Company has also granted to directors and consultants an aggregate of 3,237,500 restricted share units ("RSUs") at a deemed price of \$0.21 per RSU vesting over 12 to 36 month periods.

### **Changes to Board and Management**

Following the completion of the Transaction, Corey Larricq resigned as a director and Dayna Lange and Justin Chorbajian were appointed as directors.

Thomas Joshua Taylor, a founder of the Target has been appointed as the Company's President. Brayden Sutton continues to be the Company's CEO and a director and Samantha Shorter continues to serve as the Company's Chief Financial Officer and Corporate Secretary.

The Company's board of directors now comprises: Brayden Sutton, Thomas Joshua Taylor, Dayna Lange and Justin Chorbajian.

### **Additional Information**

Details of the Transaction are contained in the Company's listing statement dated September 29, 2021 which will be filed on the Company's profile on [www.sedar.com](http://www.sedar.com) and the website of the CSE at [www.these.com](http://www.these.com).

### ***Forward-Looking Statements***

Certain statements included in this press release constitute forward-looking information or statements (collectively, "forward-looking statements"), including those identified by the expressions "anticipate", "believe", "plan", "estimate", "expect", "intend", "may", "should" and similar expressions to the extent they relate to the Company or its management. The forward-looking statements are not historical facts but reflect current expectations regarding future results or events. This press release contains forward looking statements. These forward-looking statements are based on current expectations and various estimates, factors and assumptions and involve known and unknown risks, uncertainties and other factors.

Statements about the Target's future product development plans are all forward-looking information.

Forward-looking statements are not guarantees of future performance and involve risks, uncertainties and assumptions which are difficult to predict. Factors that could cause the actual results to differ materially from those in forward-looking statements include failure to obtain regulatory approval, the continued availability of capital and financing, and general economic, market or business conditions, including the effects of COVID-19. Forward-looking statements contained in this press release are expressly qualified by this cautionary statement. These statements should not be read as guarantees of future performance or results. Such statements involve known and unknown risks, uncertainties and other factors that may cause

actual results, performance or achievements to be materially different from those implied by such statements. Although such statements are based on management's reasonable assumptions, there can be no assurance that the statements will prove to be accurate or that management's expectations or estimates of future developments, circumstances or results will materialize. The Company assumes no responsibility to update or revise forward-looking information to reflect new events or circumstances unless required by law. Readers should not place undue reliance on the Company's forward-looking statements.

For further information, contact Brayden Sutton at (778) 656-0377.

**THE BC BUD CORPORATION**

*"Brayden Sutton"*

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**Brayden Sutton, Chief Executive Officer**

*Neither the Canadian Securities Exchange (the "CSE") nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.*