



Choom™

Cannabis Co.

INVESTOR PRESENTATION

May 25, 2021

An investment in the securities is suitable only for those purchasers who are willing to risk a loss of some or all of their investment and who can afford to lose some or all of their investment. A preliminary short form prospectus containing important information relating to the securities described in this document has been filed with the securities regulatory authorities in each of the provinces British Columbia, Alberta, Saskatchewan, Ontario and New Brunswick. A copy of the preliminary short form prospectus, and any amendment, is required to be delivered with this document. The preliminary short form prospectus is still subject to completion. There will not be any sale or any acceptance of an offer to buy the securities until a receipt for the final short form prospectus has been issued. This document does not provide full disclosure of all material facts relating to the securities offered. Investors should read the preliminary short form prospectus, the final short form prospectus and any amendment for disclosure of those facts, especially risk factors relating to the securities offered, before making an investment decision.

DISCLAIMER

This presentation (the "Presentation") is qualified in its entirety by reference to, and must be read in conjunction with, the information contained in our preliminary short form prospectus dated on or around May 25, 2021 (the "Preliminary Prospectus"). Neither Choom Holdings Inc. ("Choom") or the Agent (as defined in the Preliminary Prospectus) has authorized anyone to provide prospective purchasers with different or additional information from the information contained in the Preliminary Prospectus. Choom and the Agent take no responsibility for, and can provide no assurance as to the reliability of, any other information that others may give you. No securities regulatory authority has expressed an opinion about the securities described herein and it is an offence to claim otherwise.

This Presentation is dated May 25, 2021. It is information in a summary form and does not purport to be complete. It is not intended to be relied upon as advice to investors or potential investors and does not take into account the investment objectives, financial situation or needs of any particular investor.

This Presentation does not constitute an offer to sell or the solicitation of an offer to buy any securities, nor shall there be any sale or distribution of these securities in any jurisdiction in which such offer, solicitation, sale or distribution would be unlawful. The securities described herein have not been, and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), or the securities laws of any state of the United States (as such term is defined in Regulation S under the U.S. Securities Act) and may not be offered, sold or delivered, directly or indirectly, in the United States, except pursuant to an exemption from the registration requirements of the U.S. Securities Act and applicable state securities laws.

Certain statements in this Presentation may constitute forward-looking information, including future-oriented financial information and financial outlooks, within the meaning of applicable securities laws. Forward looking information may relate to Choom's future outlook and anticipated events or results and may include statements regarding Choom's business strategy, budgets, plans, objectives, industry trends and growth opportunities. Often but not always, forward-looking information can be identified by the use of words such as "anticipate", "believe", "expect", "project", "estimate", "likely", "intend", "should", "could", "may", "might", "target", "plan" and other similar expressions or variations (including negative variations) of such words and phrases. Forward-looking information contained in this Presentation is based on certain assumptions regarding expected growth, results of operations, performance, industry trends and growth opportunities.

While management considers these assumptions to be reasonable, based on information available, they may prove to be incorrect. Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of Choom to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. These risks, uncertainties and other factors include, but are not limited to risks associated with future legislative and regulatory developments involving medical and non-medical marijuana; the ability of Choom to obtain a retail sales licenses under applicable provincial regulations; inability to access sufficient capital from internal and external sources, and/or inability to access sufficient capital on favorable terms; the marijuana industry in Canada generally, income tax and regulatory matters; the ability of Choom to implement its business strategies; competition; and the other risks discussed under the heading "Risk Factors" in Choom's filings. The foregoing factors are not intended to be exhaustive.

Although Choom has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results to differ from those anticipated, estimated or intended. Forward-looking statements contained herein are made as of the date hereof and Choom and its directors, officers and employees disclaim any obligation to update any forward-looking statements, whether as a result of new information, future events or results or otherwise. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, you should not place undue reliance on forward-looking statements due to the inherent uncertainty therein. All forward-looking information is expressly qualified in its entirety by this cautionary statement.

To the extent any forward-looking statement in this Presentation constitutes "future-oriented financial information" or "financial outlooks" within the meaning of applicable Canadian securities laws, such information is being provided to demonstrate the anticipated market penetration and the reader is cautioned that this information may not be appropriate for any other purpose and the reader should not place undue reliance on such future-oriented financial information and financial outlooks. Future-oriented financial information and financial outlooks, as with forward-looking statements generally, are, without limitation, based on the assumptions and subject to the risks set out above under the heading "Forward Looking Information". The Company's actual financial position and results of operations may differ materially from management's current expectations and, as a result, the Company's revenue and expenses.

This Presentation also contains or references certain market, industry and peer group data which is based upon information from independent industry publications, market research, analyst reports and surveys and other publicly available sources. Although the Company believes these sources to be generally reliable, such information is subject to interpretation and cannot be verified with complete certainty due to limits on the availability and reliability of data, the voluntary nature of the data gathering process and other inherent limitations and uncertainties. The Company has not independently verified any of the data from third party sources referred to in this Presentation and accordingly, the accuracy and completeness of such data is not guaranteed.

Market, industry and economic data used throughout this Presentation was obtained from third-party sources, industry reports and publications, websites and other publicly available information as well as industry and other data prepared by us on the basis of our knowledge of the markets in which we operate, including information provided by suppliers, customers and other industry participants. We believe that the market, industry and economic data presented throughout this Presentation is accurate and, with respect to data prepared by us or on our behalf, that our estimates and assumptions are currently appropriate and reasonable, but there can be no assurance as to the accuracy or completeness thereof. The accuracy and completeness of the market, industry and economic data presented throughout this Presentation are not guaranteed and we do not make any representation as to the accuracy of such data. Market, industry and economic data is subject to variations and cannot be verified to limits on the availability and reliability of data inputs, the voluntary nature of the data gathering process and other limitations and uncertainties inherent in any statistical survey.

An investment in Choom's securities is speculative and involves a high degree of risk that should be considered by potential purchasers. An investment in the securities is suitable only for those purchasers who are willing to risk a loss of some or all of their investment and who can afford to lose some or all of their investment. A preliminary short form prospectus containing important information relating to the securities described in this document has been filed with the securities regulatory authorities in each of the provinces British Columbia, Alberta, Saskatchewan, Ontario and New Brunswick. A copy of the preliminary short form prospectus, and any amendment, is required to be delivered with this document. The preliminary short form prospectus is still subject to completion. There will not be any sale or any acceptance of an offer to buy the securities until a receipt for the final short form prospectus has been issued. This document does not provide full disclosure of all material facts relating to the securities offered. Investors should read the preliminary short form prospectus, the final short form prospectus and any amendment for disclosure of those facts, especially risk factors relating to the securities offered, before making an investment decision.

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WHO WE ARE

We are an elevated cannabis retailer, with a network of corporate owned stores, selling a curated assortment of cannabis and cannabis related products.

Who inspired us?

The Choom Gang

It began in 1979 with a group of friends on a small hawaiian island, with an even smaller van.

This weed loving crew would go on to influence our world, but back then it wasn't about the future, it was about having good times with good friends.

Plenty has changed since then, but one thing remains the same; they are still sharing adventures, sparking ideas, and cultivating good times.

~Aloha





CURRENT STATE



Q2 2021 Revenue

350%

Year Over Year Growth

(Oct-Dec 2020)



15 STORES

3 PROVINCES

with key strategic locations
(Vancouver, Niagara Falls, Toronto)

Toronto currently under construction with completion date of June 2021

WINNER

ADCANN Marketing Awards:
Marketer of the Year 2020

+Top 3: **Best Social Media**
Nominated: **Best Storefront Branding**

100+

Combined years
of retail experience within our executive
leadership team





STRATEGIC PILLARS

To provide the best retail cannabis experience in every market we operate

FINANCE

Maximize **PROFITABLE SALES** through responsible new store growth & optimization of our base business.

BRAND

PROPEL OUR BRAND by leveraging the Choom Story.

OPERATIONS

Invest and build best-in-class retail **INFRASTRUCTURE.**

CULTURE

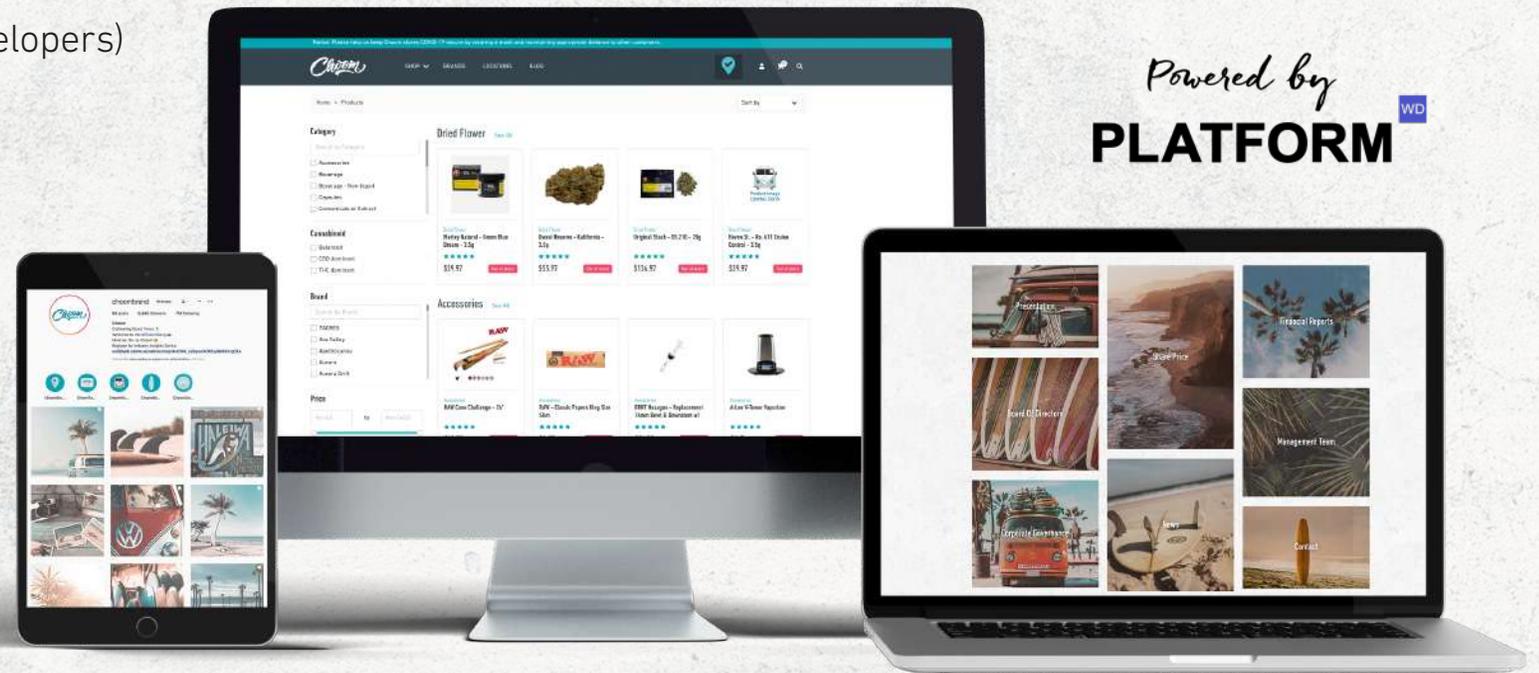
Enable and reward an organization of **HIGH-PERFORMANCE**

BRAND

Building an omni-channel enabled organization, unifying the customer experience, both online and in-store by leveraging data analytics to drive incremental growth across all channels.

Highlights of strategic marketing to drive profitable sales:

- In-house digital agency (including full-stack developers)
- Re-platformed ecommerce site featuring:
 - Proprietary platform
 - SEO focused
 - Review based
 - Connected social media platforms (Instagram, Facebook, LinkedIn)
 - Targeted, measurable, CRM strategy



Powered by
PLATFORM WD

BRAND



The brand is brought to life through elevated storytelling



OPERATIONS

Strategic locations

Diversified

A varied portfolio across urban, suburban and rural locations.

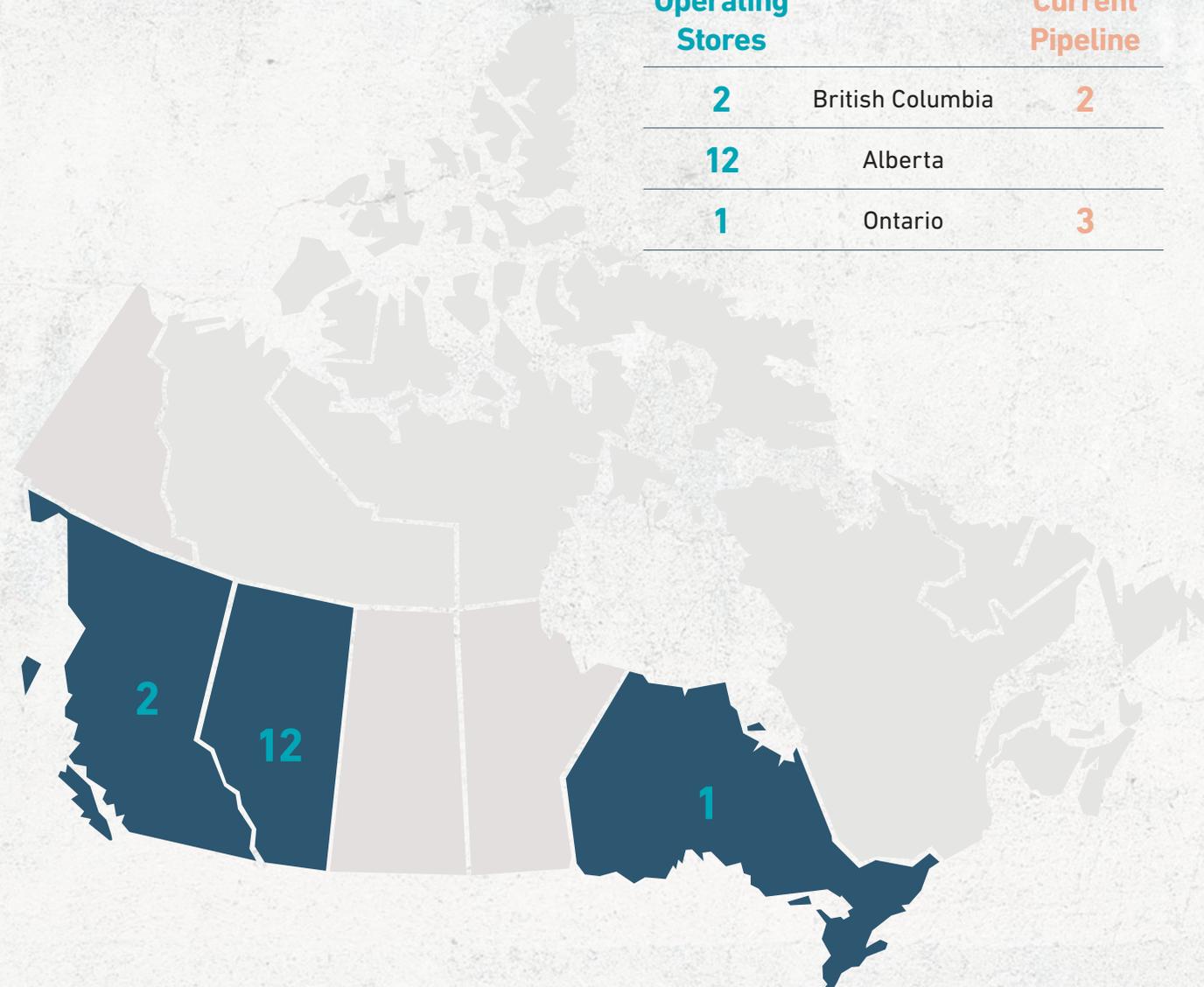
Defensible

Protected trade areas with leases in major retail anchored developments in Ontario, and through regulatory distancing measures in Vancouver.

Futurist

Strategic locations, allowing for a future hub-and-spoke store fulfillment model.

Operating Stores		Current Pipeline
2	British Columbia	2
12	Alberta	
1	Ontario	3



CULTURE

Management team

Corey Gillon, Chief Executive Officer

A Senior Retail Executive and Harvard Business School graduate with 20+ years of experience in various leadership roles both domestic and internationally. Having worked with world-class brands including Walmart and Aritzia in roles consisting of business unit ownership of large-scale retail operations of more than \$7 billion, 100+ stores, over 22,000 associates, international M&A + integration throughout Sub-Saharan Africa, eCommerce + Omnichannel leadership, and overall retail division ownership. This led to his current role as CEO at Choom, a publicly-traded national retail chain, in the cannabis sector in Canada. Corey is a builder with depth across all business functions including public company governance and compliance.

Dylan Murray, Chief Financial Officer

Dylan is a designated CPA, CA with over 10 years of accounting and finance experience. Most recently, Dylan was the Director of Finance at FirstService Residential BC where he led a team of accountants responsible for the financial reporting of residential and commercial properties, as well as led all accounting change management initiatives which included the automation and centralization of departmental functions. Prior to FirstService Residential BC, Dylan worked for Ernst & Young LLP in Calgary where he gained experience in both Assurance and Transaction Advisory Services.

Chris Bogart, President

Chris has 22 years professional experience in senior management positions with public and private companies, providing expertise in capital markets, strategic planning, corporate finance, mergers and acquisitions and regulatory compliance. His broad industry experience includes: biotechnology, healthcare, technology, communications, agriculture, and he has been involved directly in M&A and equity financings with aggregate values in excess of \$150M for both public and private companies including complex equity financing transactions in the United States, Canada and Europe. Chris was a Co-Founder of TSX listed InMed Pharmaceuticals (TSX: IN), previously as their CEO and VP Corporate Strategic; and a Co-Founder of Magnum Uranium which was acquired by TSX listed Energy Fuels Inc.

Danielle Hinan, Vice President Marketing

A Masters and MBA Graduate with 14+ years of marketing experience with luxury brands such as Sweaty Betty, Lolë, and Monocle Magazine. Danielle is focused on facilitating strategic brand and retail expansion that drives long-term business growth. She is effective at leading and motivating teams with experience in managing complex organizations and start-ups, growth and matrix structures. Danielle is driven by a passion and empathy for people, creative and consumer knowledge. She's executed a proven track record in improving business, partnerships, creative with a passion for values-based brands.



CULTURE

Management team

Daphne Kao, Vice President People & Culture

Daphne has spent over a decade of Human Resources experience in both corporate and start-up environments. Prior to Choom, Daphne led the HR function at leading Canadian brands such as Knix and Aritzia. Daphne's HR experience extends beyond retail brands with time spent at large corporations such as AOL (now part of Verizon Media) and Altus Group, a global leader of commercial real estate services and software. Daphne holds an Honours BSc, and is a Certified Human Resources Leader (CHRL).

Erik Collings, Vice President Store & Community Development

Erik holds a Bachelor of Applied Technology Degree in Architecture- Project and Facility Management. Erik has worked for global retailers such as IKEA and Aritzia, where he expanded their portfolio into new and existing markets across North America. Notable projects include an automated storage solution for IKEA, Aritzia's San Francisco Flagship store and state of the art 225,000 square foot Vancouver distribution center. Erik has a proven track record for delivering projects on time, on budget, and with the highest quality.

Rick Mather, Vice President Operations

Rick is a retail operations executive whose national career has spanned 30+ years with Walmart. He is a well-versed and respected leader with experience in HR, Finance, Operations and Merchandising. Rick has led the opening of multiple Walmart locations and has had oversight of the business ranging from \$2 million to \$1 billion. He has built and executed on strategies based on the needs of customers, associates and markets, all while leading a team of over 2,500 employees.

Hiring top talent from top brands



BOARD OF DIRECTORS

Corey Gillon, Chief Executive Officer and Director

A Senior Retail Executive and Harvard Business School graduate with 20+ years of experience in various leadership roles both domestic and internationally. Having worked with world-class brands including Walmart and Aritzia in roles consisting of business unit ownership of large-scale retail operations of more than \$7 billion, international M&A + integration throughout Sub-Saharan Africa, eCommerce + Omnichannel leadership, and overall retail division ownership. This led to his current role as CEO at Choom, a publicly-traded national retail chain, in the cannabis sector in Canada. Corey is a builder with depth across all business functions including public company governance and compliance.

Peter Simeon, Independent Director

Peter is a partner of Gowling WLG Law specializing in corporate, commercial and securities law. Peter has extensive experience as an officer and director of public companies, including as a Chairman, and his legal practice is focused on corporate governance, mergers and acquisitions, and structure.

Stephen Tong, Independent Director

Stephen has been a securities lawyer for over 17 years with a particular emphasis on corporate finance, mergers and acquisitions and corporate governance matters in various sectors. Stephen has served on several boards of public companies in the resources, biotechnology and pharmaceutical sectors.

Chris Bogart, President and Director

Chris has 22 years professional experience in senior management positions with public and private companies, providing expertise in capital markets, strategic planning, corporate finance, mergers and acquisitions and regulatory compliance. His broad industry experience includes: biotechnology, healthcare, technology, communications, agriculture, and he has been involved directly in M&A and equity financings with aggregate values in excess of \$150M for both public and private companies including complex equity financing transactions in the United States, Canada and Europe. Chris was a Co-Founder of TSX listed InMed Pharmaceuticals (TSX: IN), previously as their CEO and VP Corporate Strategic; and a Co-Founder of Magnum Uranium which was acquired by TSX listed Energy Fuels Inc.

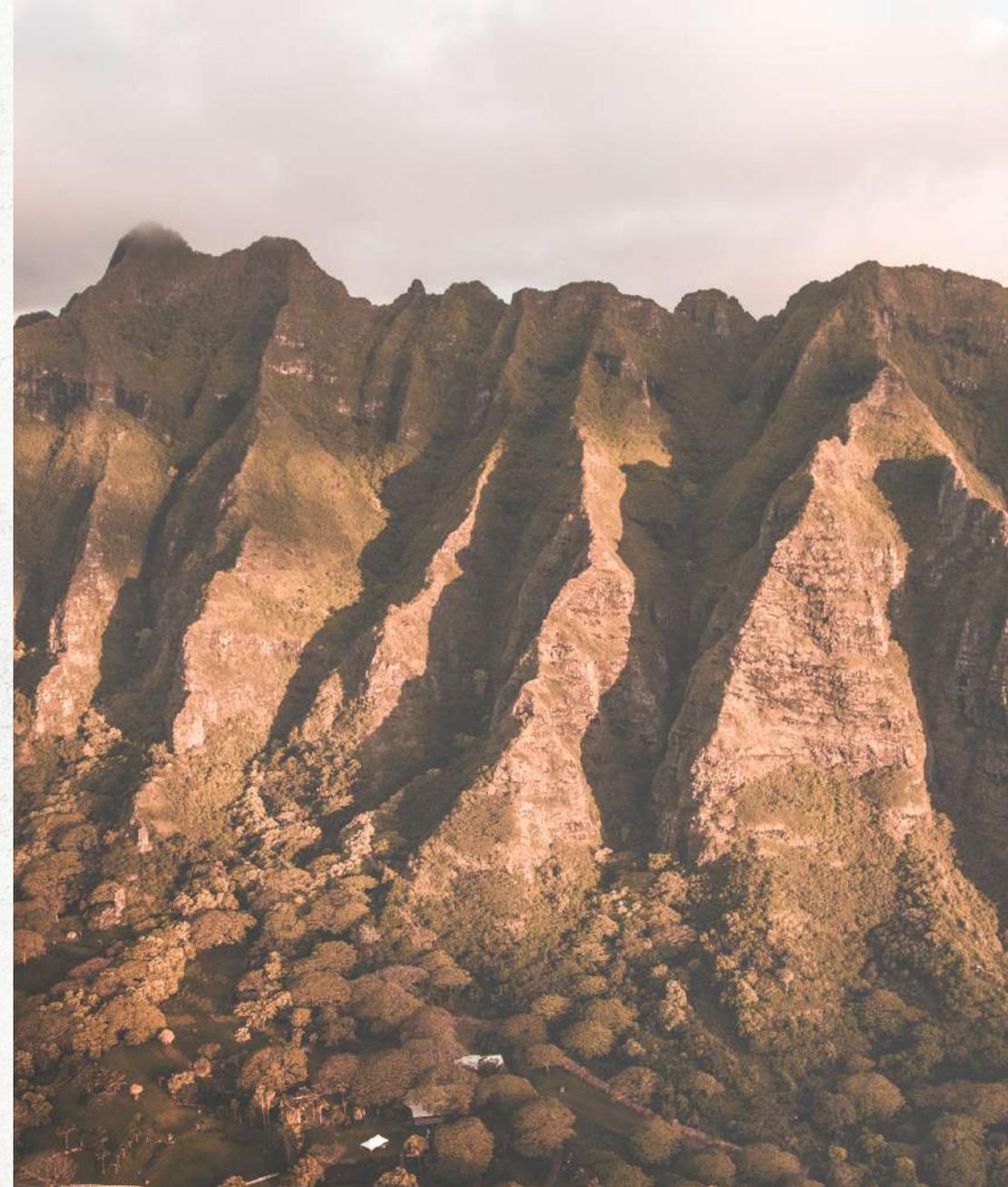
Kevin Puil, Independent Director

Kevin is a former fund manager and analyst with over 20 years of experience managing natural resource investments. Kevin is currently the Managing Partner of a natural resource focused private equity fund. Previously, he was the CEO of a private mining finance company, and held senior positions at several firms including Bolder Investment Partners, where he was a Partner and Portfolio Manager; Gissen & Associates as Portfolio Manager and the Encompass Fund as Senior Analyst of natural resources. Kevin currently serves as a Board Director of two Toronto Stock Exchange listed mining companies. Kevin holds a degree in Economics from the University of Victoria in British Columbia, and is a Chartered Financial Analyst (CFA) charter holder.

OFFERING

	Price to the Public	Agent's Commission ⁽¹⁾⁽²⁾	Net Proceeds to Corporation ⁽¹⁾⁽²⁾
Per Unit	\$[•]	\$[•]	\$[•]
Minimum Offering	\$3,500,000	\$245,000	\$3,255,000
Maximum Offering	\$5,000,000	\$350,000	\$4,650,000

1. Before deducting expenses of the Offering, estimated to be approximately \$242,000 which will, together with the Agent's Fee, be paid by the Corporation from the gross proceeds of the Offering.
2. The Corporation has agreed to grant to the Agent an option (the "Agent's Option") exercisable, in whole or in part, at the Agent's sole discretion, to increase the size of the Offering by up to 15% in Units (the "Agent's Option Units"). The Agent's Option is exercisable, in whole or in part, at any time until the date that is two (2) business days prior to the Closing Date. Unless the context otherwise requires, references to Units herein shall include the Agent's Option Units. If the Maximum Offering is fully subscribed and the Agent exercises the Agent's Option in full, the total price to the public, Agent's Fee and net proceeds to the Corporation (before deducting the expenses of the Offering which are estimated to be approximately \$242,000) will be \$5,750,000, \$402,500 and \$5,347,500, respectively.



USE OF PROCEEDS

Current Retail Pipeline	Minimum Offering ⁽³⁾	Maximum Offering ⁽³⁾
Construction and opening of new cannabis retail stores	\$2,100,000 (70%)	\$3,350,000 (76%)
Acquisition of location in Vancouver, British Columbia	\$150,000 (5%)	\$150,000 (3%)
Debt Servicing	\$303,000 (10%)	\$303,000 (7%)
General Corporate and Working Capital Purposes	\$460,000 (15%)	\$605,000 (14%)
Total	\$3,013,000 (100%)	\$4,408,000 (100%)

Construction of retail stores

The Corporation has secured three (3) lease locations for retail cannabis stores in Ontario and two (2) lease locations in British Columbia for which it intends to commence or complete construction following the Offering. The table below illustrates the current store pipeline and stage of construction.

Store	Province	Acquisition Date	Lease Secured	Layout Review	Development Permit	Acquisition Date	License ⁽¹⁾	Construction Drawings	Construction Permit	Construction Started
#1	ON	NA	Yes	Yes	N/A	NA	Yes	Yes	Yes	Yes
#2	BC	Completed	Yes	Yes	Yes	Completed	Yes	Yes	Yes	No
#3	ON	NA	Yes	Yes	N/A	NA	Yes	Yes	Yes	No
#4	ON	NA	Yes	No	N/A	NA	Yes	No	No	No
#5	BC	21-Jul	Upon acquisition	No	Yes	21-Jul	No ⁽²⁾	No	No	No

1. Submitted application and received Approval in Principle ("AIP") to operate a cannabis store subject to final inspections.
2. Submitted application and waiting on AIP which will be received subsequent to the acquisition and securing the lease.
3. Assuming the Agent's Option is not exercised and no sales from the President's List.

RESTRUCTURING SUMMARY

Aurora Debenture ⁽⁴⁾	Current State ⁽⁵⁾	Future State ⁽⁶⁾
Principal	\$20,000,000	\$6,000,000
Interest Rate	6.5%	7.0%
Interest Due Date ⁽¹⁾	Annually	Maturity
Maturity Date	November 2022	December 2024
Restructuring Fee ⁽²⁾	N/A	1.25%
Aurora Ownership % ⁽³⁾	3.0%	19.9%

December 2019 Debenture ⁽⁴⁾	Current State	Future State
Principal	\$4,100,000	\$4,100,000
Interest Rate	10%	10%
Interest Due Date	Bi-annually	Bi-annually
Maturity Date	December 2021	December 2024

1. Subsequent to the Restructuring, interest on the Aurora Debenture will be due on maturity of the debenture.
2. Aurora will be paid a restructuring fee equal to 1.25% of all revenue (net of taxes) received by the Corporation from the sale of products at the Corporation's retail locations. The Corporation has the option, exercisable at any time after May 2026 to purchase the Restructuring Fee for a cash amount equal to six (6) times the preceding twelve-month Restructuring Fee.
3. Concurrently with the completion of the Offering, Aurora has agreed to convert into Common Shares such portion of the indebtedness represented by the Amended and Restated Aurora Debenture as will result in Aurora holding a maximum of 19.9% of the Corporation's issued and outstanding Common Shares on a post-Offering basis.
4. Restructuring concurrent and conditional on completing the Offering.
5. Amended and Restated Aurora Debenture.
6. 2021 Aurora Debenture.

CONSOLIDATED CAPITALIZATION

The following table sets forth the consolidated capitalization of the Corporation, on an undiluted basis, as at December 31, 2020, and the pro forma consolidated capitalization of the Corporation as at December 31, 2020, after giving effect to the material changes in the share and loan capital of the Corporation, on an undiluted, consolidated basis, since December 31, 2020 up to the date of this Prospectus, and adjusted to give effect to the Offering and the Debt Restructuring.

Description	As at December 31, 2020 (unaudited)	As at December 31, 2020, after giving effect to the Minimum Offering ⁽¹⁾	As at December 31, 2020, after giving effect to the Maximum Offering ⁽²⁾
Shareholder Equity			
Common Shares ⁽³⁾	297,022,523	[•]	[•]
Warrants ⁽³⁾	28,733,330	[•]	[•]
Options	20,478,479	11,898,723	11,898,723
Restricted Share Units	4,000,000	4,000,000	4,000,000
Share Commitments	374,707	374,707	374,707
Debt			
Current Convertible Debenture ⁽⁴⁾	\$4,100,000	\$0	\$0
Non-Current Convertible Debentures ⁽⁴⁾	\$20,000,000	\$10,100,000	\$10,100,000

1. Assuming the Agent's Option is not exercised. If the Agent's Option is exercised in full, there will be [•] Common Shares issued and outstanding upon completion of the Minimum Offering.

2. Assuming the Agent's Option is not exercised. If the Agent's Option is exercised in full, there will be [•] Common Shares issued and outstanding if the Maximum Offering is fully subscribed.

3. Excludes securities issuable upon the exercise of the Warrants, Compensation Options, Corporate Finance Fee Warrants, stock options, and other warrants or rights to purchase Common Shares.

4. Principal amount of Current and Non-Current Convertible Debentures.



Cultivating Shareholder Value

CONTACT: INFO@CHOOM.CA