

**NEWS RELEASE – EARLY WARNING REPORT
ISSUED PURSUANT TO NI 62-103**

ACQUISITION OF SECURITIES OF GABY INC.

November 12, 2019

This press release is being disseminated as required by National Instrument 62-103 in connection with the filing of an Early Warning Report regarding the acquisition of securities of Gaby Inc. (the "**Company**").

On November 8, 2019, Aaron Browe (the "**Acquiror**") acquired 25,000,000 common shares of the Company ("**Shares**") pursuant to the terms of a share purchase agreement between the Acquiror and the Company dated as of April 1, 2019, as amended November 8, 2019 (the "**Share Purchase Agreement**"), for an aggregate purchase price of \$3,250,000 (\$0.13 per Share based on the closing price of the Shares on the Canadian Securities Exchange on November 8, 2019) (the "**Transaction**"). The Shares are subject to the terms and conditions of a voluntary escrow agreement between the Acquiror, the Company and the Company's counsel (the "**Escrow Agreement**"). Under the terms of the Share Purchase Agreement the Acquiror acquired 3,500,000 Shares of the Company on November 8, 2019 and deposited the remaining 21,500,000 Shares of the Company into escrow to be released in accordance with the terms of the Escrow Agreement. The Acquiror has voting power over the 21,500,000 Shares held in escrow during the term of the Escrow Agreement.

Immediately prior to the closing of the Transaction, the Acquiror held no Shares of the Company. Immediately following the closing of the Transaction, the Acquiror owns directly 25,000,000 Shares of the Company representing approximately 14.5% of the issued and outstanding Shares of the Company on an undiluted basis (based on 171,882,374 Shares of the Company issued and outstanding immediately following the closing of the Transaction).

The Acquiror acquired the Shares described in this press release for investment purposes and in accordance with applicable securities laws, the Acquiror may, from time to time and at any time, acquire additional shares and/or other equity, debt or other securities or instruments (collectively, "**Securities**") of the Company in the open market or otherwise, and reserves the right to dispose of any or all of its Securities in the open market or otherwise at any time and from time to time, and to engage in similar transactions with respect to the Securities, the whole depending on market conditions, the business and prospects of the Company and other relevant factors.

A copy of the report filed under applicable Canadian securities laws by the Acquiror in connection with the transaction referred in this press release may be obtained on the SEDAR profile of the Company at www.sedar.com.

For further information please contact Aaron Browe at:

131A Stony Circle, Unit 500
Santa Rosa, California 95401

Telephone: (707) 303 7688