



THE FUTURE OF GENETICS | CSE: PACR

For Immediate Release

February 22nd, 2021

PacRoots Announces Closing of Lords of Grasstown Acquisition

VANCOUVER, British Columbia, Feb. 22, 2021 – via InvestorWire – [Pac Roots Cannabis Corp.](#) (“PacRoots” or the “Company”) (CSE: PACR) (OTCQB: PACRF), is pleased to announce the closing of a Share Purchase Agreement with the shareholders of **Lords of Grasstown Holdings Ltd.**, a company existing under the laws of British Columbia (“Grasstown”) pursuant to which the Company will acquire all the issued and outstanding shares of Grasstown (the “Transaction”). Grasstown is a well-established Cannabis Motorcycle lifestyle brand with a tremendous following and acumen that spawned from the vision of Tyler Hazelwood, founder and director of Lords of Grasstown.



Figure 1 Lords of Grasstown; apparel that captures the biker and legal cannabis culture.

Patrick Elliott, CEO of PacRoots comments, “This acquisition marks a major milestone for the Company with a move into the U.S. Cannabis Market, predominantly in California, with the Grasstown Brand. The team at Lords of Grasstown have done a remarkable job branding, designing, launching and marketing

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Grasstown in BC and California. The alliances are real and the followers like what they see. We are thrilled to develop and expand Grasstown from Prince Rupert to San Diego. Tom and Tyler are authentic artists with a strong pedigree to prove it. We are inspired to have them as part of the team.”

Through Lords of Grasstown’s strategic partnerships and alliances in the motorcycle and legal cannabis communities, the initial launch of Grasstown USA into California has been well accepted and recognized. PacRoots and Grasstown are excited to build on the initial momentum and expand the brand and offerings through the alliances and partnerships in the region.

In consideration for the share purchase agreement with Grasstown, the total purchase price will be comprised of a cash payment of \$50,000, payable within 30 days of the closing date for the Transaction and the issuance of an aggregate of 6,000,000 common shares of the Company within five business days of the closing date for the Transaction. The aggregate cash and share consideration will be distributed pro rata to the shareholders of Grasstown.



Figure 2 Lords of Grasstown branding and package design concepts for new products.

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PacRoots is also pleased to announce that the Company has entered into consulting agreements with the talent behind Lords of Grasstown and Grasstown, USA: Tyler Hazelwood, creative director and marketing consultant, and Tom Pedricks, lead designer and brand consultant.

About Tom Pedriks

Pedriks Studios is based in Vancouver, British Columbia, Canada. Pedriks Studios have lent their creative thinking to some of the world's most recognized brands, contributing to strategy, vision and design to develop multimedia branding communications. Pedriks Studios have crisscrossed the globe, helping to uncover and communicate stories for developers, hospitality providers, lifestyle brands, wine, spirits, and beer makers and marketers. They combine insights and emotions to make places—and the products that come from them—irresistibly liveable, ownable and desirable. In an ever-changing, always surprising world, we bring intelligence, experience, and sophisticated creativity to define and differentiate sense of place, articulate competitive advantage, and help brands thrive.

Tom has decades of experience in branding and design. He founded Haymaker Creative in Vancouver (2009- 2014) and co-founded Ryan & Deslauriers (1996) in Montreal, which grew to be one of Quebec's largest privately owned design/advertising firms which he sold in 2005. Ryan & Deslauriers specializes in the sports, lifestyle and luxury resort real estate industries. Tom has done work for such companies and brands as Treasury Wine Estates, Corby's, Seagrams, Matua Wines, Beringer Wines, Souverain Wines, BrownForman, Mark Anthony Group, Tequila Tromba, Sleeman's Brewing, Howe Sound Brewing Company, Wayne Gretzky Enterprises, National Hockey League, Bauer, Nike, Dynastar Skis, CCM, Dayton Boots Company, Raffles Hotels, Four Seasons and Viceroy Hotels. His work has been recognized internationally by I.D. Magazine, Applied Arts Magazine, The One Show, Graphis, Communication Arts, San Francisco International Wine Awards, The Dieline, Lovely Package and many more.

About Tyler Hazelwood

Tyler is a creative designer and marketing genius. His role as founder, creative director and head of social creative catapulted the Lords of Gastown Brand from the ground-up, while overseeing social creative and leading a multi-disciplined content team; Building new ways of working, with both in-house and external agencies, to bring award-winning, integrated ideas to life. He has a unique ability to engage his audience and leave them riding away in Lords apparel. Tyler Hazelwood is the founder of Lords of Gastown, founded in 2011 and incorporated in 2013 in one Vancouver's grittiest neighborhoods. Lords of Gastown is a lifestyle brand spawned in the Pacific Northwest and raised in East Vancouver. Tyler's love for Harley-Davidson motorcycles led to the design of street wear and apparel offering geared to the brand's enthusiasts. Lords quickly gained the interest of Brian Barnes of Barnes Harley-Davidson Canada who operates Canada's top three dealerships. Barnes was the perfect partner for Lords to grow their audience. With the help of Barnes Harley-Davidson, Lords was able to develop wholesale partnerships across North America. Lords reputation for design and quality grew, gathering notoriety and a massive social following across the United States with a strong following in California. In 2015 Lords was invited to the largest and most influential motorcycle show in California, representing one of the first Canadian brands to be invited and showcased. The engagement opened doors for partnerships and collaborations with some of America's oldest and most respected motorcycle brands to the likes of Corbin, BMC, TBR, Simpson, Bell, Heatwave and Espinoza's

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Leather. Tyler has built the business with over 80 wholesale accounts across North America totalling over 100 worldwide including Switzerland, Mexico, Australia, Indonesia and Japan. Along with a healthy e-commerce business that generates \$2 million a year through www.lordsofgastown.com.

Following the cult-like success of Lords of Gastown Motorcycle lifestyle brand came Lords of Grasstown Cannabis Culture Brand. In 2013, the Grasstown brand was launched as a passion project by Tyler with a focus on a collection of simple, clean, yet edgy, street wear apparel products including a CBD soap line with a nod to Fight Club. In 2015, while partnering with BC genetic guru JB, some of Canada's highest testing medical cannabis strains were brought into the fold. Grasstown was gaining traction in the local cannabis culture as the company gathered phenomenal social exposure with placement of its legendary Grasstown lowrider ice cream truck throughout the Province at various cannabis and musical events.

ON BEHALF OF PAC ROOTS CANNABIS CORP.

(signed) "Patrick Elliott"
Chief Executive Officer

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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 Transaction and expected benefits therefrom 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 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

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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.

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.

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