

400-1505 West 2<sup>nd</sup> Ave, Vancouver, B.C., V6Y 3Y4 Tel: (604) 559-0420

www.wildflowerbrands.co info@wildflowerbrands.co

## **Private Placement**

VANCOUVER, British Columbia, August 2, 2019: Wildflower Brands Inc. (CSE: SUN) (the "Company") wishes to announce it has received subscriptions for a convertible debenture financing in the amount of \$1,325,000. The debentures will have a maturity date of two years from the closing date of the Offering (the "Maturity Date") and will bear interest from the date of closing at 10% per annum, payable monthly. The Convertible Debentures will be convertible, at the option of the holder, into units of the Company at any time prior to the close of business on the last business day immediately preceding the Maturity Date at a conversion price of \$0.65 per unit (the "Conversion Price"). Each unit will be comprised of one common share and one half of one share purchase warrant with each whole warrant entitling the holder to purchase one common share at a price of \$1.00 for a period of 2 years from the date of issue of the Convertible Debentures. The Company may force the conversion of the principal amount of the then outstanding Convertible Debentures at the Conversion Price on not less than 30 days' notice should the daily volume weighted average trading price of the common shares be greater than \$1.10 for any 10 consecutive trading days.

The above mentioned financing has been fully subscribed. The proceeds will be used to fund the California operations of the Company. All securities issued pursuant to the placement will be subject to a hold period of four months and one day from the date of closing.

The securities issued will be subject to a four month hold period. A finder's fee will be paid on a portion of the funds raised including to Industrial Alliance Securities.

## **ABOUT WILDFLOWER BRANDS**

Wildflower Brands is a company headquartered in Vancouver building reputable brands and quality products that incorporate the synergistic effects of plants and their extracts.

On Behalf of the Board of Directors

"William MacLean"

William MacLean

Director and CEO

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## **Cautionary and Forward-Looking Statements**

This news release contains forward-looking statements and forward-looking information within the meaning of applicable securities laws. These statements relate to future events or future performance. All statements other than statements of historical fact may be forward-looking statements or information. Forward-looking statements and information are often, but not always, identified by the use of words such as "appear", "seek", "anticipate", "plan", "continue", "estimate", "approximate", "expect", "may", "will", "project", "potential", "targeting", "intend", "could", "might", "should", "believe", "would" and similar expressions.

Forward-looking statements and information are provided for the purpose of providing information about the current expectations and plans of management of the Company relating to the future. Readers are cautioned that reliance on such statements and information may not be appropriate for other purposes, such as making investment decisions. Since forward-looking statements and information address future events and conditions, by their very nature they involve inherent risks and uncertainties. Actual results could differ materially from those currently anticipated due to a number of factors and risks. These include, but are not limited to, the risks associated with the cannabis industry in general such as operational risks in growing; competition; incorrect assessment of the value and potential benefits of various transactions; ability to access sufficient capital from internal and external sources; failure to obtain required regulatory and other approvals and changes in legislation, including but not limited to tax laws and government regulations. Accordingly, readers should not place undue reliance on the forward-looking statements, timelines and information contained in this news release. Readers are cautioned that the foregoing list of factors is not exhaustive.

The forward-looking statements and information contained in this news release are made as of the date hereof and no undertaking is given to update publicly or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws or the Canadian Securities Exchange. The forward-looking statements or information contained in this news release are expressly qualified by this cautionary statement.

The Canadian Securities Exchange Inc. has in no way passed upon the merits of the proposed transaction and has neither approved nor disapproved of the contents of this press release.