



CAPTIVA VERDE LAND CORP.
632 Foster Avenue, Coquitlam
British Columbia V3J 2L7

For Immediate Release

February 8, 2021

CAPTIVA VERDE ANNOUNCES NON-BROKERED PRIVATE PLACEMENT FOR GROSS PROCEEDS OF \$2.7 MILLION

Captive Verde Land Corp. (“**Captive**” or the “**Company**”) (CSE: **PWR**), is pleased to announce that the Company is proceeding with a non-brokered private placement of 10,000,000 units (the “**Units**”) at \$0.27 per Unit for gross proceeds of \$2,700,000 (the “**Offering**”). Each Unit will consist of one common share of the Company and one warrant (a “**Warrant**”). Each Warrant will entitle the holder to purchase one additional common share of the Company (a “**Warrant Share**”) at a price of \$0.75 per Warrant Share until February 8, 2023.

It is expected that Greenbriar Capital Corp. (“**Greenbriar**”) will subscribe for 8,000,000 Units of the Offering. Greenbriar originally owned about 12% of the common shares of the Company when the Company’s common shares listed in 2018. Through subsequent share issuances by the Company, dilution has brought the Greenbriar holdings down to 7.64%. By purchasing a further 8,000,000 Units, Greenbriar will increase its holdings from its original 10,687,500 common shares to 18,687,500 common shares, or 12.46%, which is close to its original undiluted ownership percentage. Greenbriar expects several of the Captiva projects to substantially monetize in 2021 and therefore considers the investment in the Greenbriar-Captive Verde JV as a significant accretive value proposition.

In connection with the Offering, the Company may pay finder's fees to certain arm's length parties in accordance with the rules of the Canadian Securities Exchange (“**CSE**”) in consideration for their efforts in introducing subscribers to the Company.

Closing is subject to prescribed conditions, including, without limitations, applicable filings with the CSE. The securities to be issued under the Offering will be offered by way of private placement in the provinces of British Columbia, Alberta and Ontario and such other provinces or territories of Canada and other jurisdictions as may be determined by the Company, in each case, pursuant to applicable exemptions from the prospectus requirements under applicable securities laws. Securities issued under the Offering will be subject to a four-month hold period which will expire four months and one day from the date of closing of the Offering.

The Company expects to use net proceeds from the Offering for general working capital purposes.

The securities being offered have not been, nor will they be, registered under the United States *Securities Act of 1933*, as amended, and may not be offered or sold in the United States or to, or for the account or benefit of, U.S. persons absent registration or an applicable exemption from the registration requirements. This news release will not constitute an offer to sell or the solicitation of an offer to buy nor will there be any sale of the securities in any State in which such offer, solicitation or sale would be unlawful.

All references to currency in this news release are to Canadian currency.

On Behalf of the Board of Directors

“Jeff Ciachurski”

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Cautionary Note Regarding Forward Looking Information

This release includes certain statements that may be deemed “forward-looking statements”. All statements in this release, other than statements of historical facts, that address events or developments that the Company expects to occur, are forward-looking statements. Forward-looking statements are statements that are not historical facts and are generally, but not always, identified by the words “expects”, “plans”, “anticipates”, “believes”, “intends”, “estimates”, “projects”, “potential” and similar expressions, or that events or conditions “will”, “would”, “may”, “could” or “should” occur. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results may differ materially from those in the forward-looking statements. Factors that could cause the actual results to differ materially from those in forward-looking statements include regulatory actions, market prices, and continued availability of capital and financing, and general economic, market or business conditions. Investors are cautioned that any such statements are not guarantees of future performance and actual results or developments may differ materially from those projected in the forward-looking statements. Forward-looking statements are based on the beliefs, estimates and opinions of the Company’s management on the date the statements are made. Except as required by applicable securities laws, the Company undertakes no obligation to update these forward-looking statements in the event that management’s beliefs, estimates or opinions, or other factors, should change.