



## **BYND CANNASOFT ENTERPRISES INC.**

2264 East 11th Avenue

Vancouver, B.C.

Ph: (604) 833-6820

**NEWS RELEASE - For Immediate Release**

### **BYND CANNASOFT ENTERPRISES INC. EXPLORES POSSIBLE NASDAQ LISTING AND ANNOUNCES \$2,500,000 NON-BROKERED PRIVATE PLACEMENT FINANCING**

**Vancouver, British Columbia (September 3, 2021) BYND Cannabis Enterprises Inc. (“BYND” or the “Company”)** is pleased to announce that has begun the process of applying to list its common shares for trading on the Nasdaq Capital Market (the **“Nasdaq Listing”**). In connection with the proposed Nasdaq Listing, the Company has engaged U.S. legal counsel to provide advice on U.S. securities law matters and to assist with the preparation and filing of a Form 20-F Registration Statement with the U.S. Securities and Exchange Commission. The Company estimates that if successful, the Nasdaq Listing process will take approximately 6 months to complete. Readers are cautioned that the Company has not yet submitted its formal application for the Nasdaq Listing and there is no guarantee that the Nasdaq Listing will be approved.

In connection with the proposed Nasdaq Listing, the Company has negotiated a private placement financing with a single high net worth investor, AGROINVESTMENT S.A. which will see the Company issue 2,403,846 common shares (the **“BYND Shares”**) at an issue price of \$1.04 per share as well as 400,000 non-transferable share purchase warrants (the **“BYND Warrants”**) to the investor in exchange for \$2,500,000 of gross proceeds (the **“Private Placement”**). Each BYND Warrant will entitle the investor to acquire one (1) additional common share of BYND, at a price of \$1.30 per share, for a period of two (2) years. All of the BYND Shares, BYND Warrants and any shares issuable upon exercise of the BYND Warrants, will be subject to a four month hold period calculated from the closing of the Private Placement.

Pending completion of the Nasdaq Listing, the Company has agreed to loan the \$2,500,000 of Private Placement proceeds back to the investor (the **“Investor Loan”**) and the investor has agreed to deposit the BYND Shares and BYND Warrants into escrow with Pershing LLC. as security for the Investor Loan. Upon successful completion of the Nasdaq Listing, the entire Investor Loan amount will immediately become due and repayable to the Company, without interest and if repaid when due the BYND Shares and BYND Warrants will be released to the investor and the investor will acquire a right to nominate one (1) person for election to serve on BYND’s board.

If the Investor Loan is not repaid when due or if the Nasdaq Listing has not otherwise occurred by April 30, 2022, the escrow agent will return the BYND Shares and BYND Warrants to BYND, for cancellation and the Investor Loan will be forgiven.

*BYND Cannabis Press Release- September 3, 2021.*

Closing of the Private Placement and the Investor Loan transaction is subject to a number of conditions for the benefit of each party, including applicable regulatory approvals and in the case of BYND, board approval.

Mr. Yftah Ben Yaackov, the BYND's CEO noted that *"We are realizing the company's vision. The possibility of listing on the Nasdaq Capital Market along with the latest financing will help us realize and accelerate the strategic plan to expand the Company's activities in Israel and abroad, while creating real value for our shareholders"*.

### **About BYND Cannasoft Enterprises Inc.**

BYND is an integrated software/cannabis company, based in Israel.

#### *CRM Software*

BYND owns and markets a proprietary customer relationship management (CRM) software product, known as "Benefit CRM". BYND's Benefit CRM software enables small and medium-sized businesses to optimize their day-to-day business activities such as sales management, personnel management, marketing, call centre activities and asset management. BYND's next generation Benefit CRM platform is nearing completion and will be ready for BETA testing shortly.

#### *Cannabis CRM*

Building on its 20 years of experience in CRM software, BYND has recently begun development of an innovative new CRM platform, designed specifically to serve the needs of the medical cannabis industry. This new platform will be the first of its kind for the medical cannabis field and the Company is confident it will transform the industry into a more organized, accessible and price transparent market. Data and information collected through the operation of the Cannabis Farm (see below) and the products it produces will allow BYND to test its new Cannabis CRM platform and adjust the platform as necessary. Additionally, operating the Cannabis Farm and selling medical cannabis will bring in additional revenue to further support BYND during the initial roll-out years of its cannabis CRM platform.

#### *Cannabis Farm*

BYND has recently obtained a primary growing license for growing medical cannabis in Israel and intends to construct a 3.7 acre farm facility near Ashkelon Israel, to grow medical cannabis. The Company's plans include the construction of 4 state of the art greenhouses, housing approximately 2.5 acres of total growing area. BYND estimates that, once fully operational its Cannabis farm facility will be able to produce 7,500kg of raw cannabis each year. BYND also intends to work with strategic partners to develop and market new, proprietary cannabis infused products for sale throughout Israel and for export.

**For Further Information** please refer to information available on the Company's website: [www.cannasoft-crm.com](http://www.cannasoft-crm.com), the CSE's website: [www.thecse.com/en/listings/life-sciences/bynd-cann](http://www.thecse.com/en/listings/life-sciences/bynd-cann) and on SEDAR: [www.sedar.com](http://www.sedar.com).

**Gabi Kabazo**

Chief Financial Officer

Tel: (604) 833-6820

e-mail: [ir@cannasoft-crm.com](mailto:ir@cannasoft-crm.com)

**Cautionary Note Regarding Forward-Looking Statements**

*This Press Release contains forward-looking statements that involve risks and uncertainties, which may cause actual results to differ materially from the statements made. When used in this document, the words "may", "would", "could", "will", "intend", "plan", "anticipate", "believe", "estimate", "expect" and similar expressions are intended to identify forward-looking statements. Such statements reflect our current views with respect to future events and are subject to such risks and uncertainties. Many factors could cause our actual results to differ materially from the statements made, including those factors discussed in filings made by us with the Canadian securities regulatory authorities. Should one or more of these risks and uncertainties, such as currency and interest rate fluctuations, increased competition and general economic and market factors, occur or should assumptions underlying the forward looking statements prove incorrect, actual results may vary materially from those described herein as intended, planned, anticipated, or expected. We do not intend and do not assume any obligation to update these forward-looking statements, except as required by law. Shareholders are cautioned not to put undue reliance on such forward-looking statements.*

*The CSE has not reviewed, approved or disapproved the content of this press release.*