



TERRASCEND COMPLETES ACQUISITION OF GRANDER DISTRIBUTION, A US HEMP-DERIVED PRODUCTS COMPANY

TORONTO, ONTARIO – January 15, 2019 – **TerrAscend Corp. (CSE: TER; OTCQX: TRSSF)** (“TerrAscend”) today announced the closing of the previously reported asset acquisition of Grander Distribution, LLC (“Grander”). Grander is an industry leader in the production and distribution of innovative hemp-derived wellness products. Their whole-plant hemp extract products are made in the USA and are available for sale in ~10,000 retail locations worldwide.

About TerrAscend Corp.

TerrAscend is a biopharmaceutical and wellness company that is committed to quality products, brands and services for the global cannabinoid market. TerrAscend provides support to patients and consumers through its wholly-owned subsidiaries, TerrAscend Canada Inc., a licensed producer of cannabis pursuant to the *Cannabis Regulations* under the *Cannabis Act* (Canada) that provides medical cannabis to patients through its online medical marketplace Solace Health, and Solace Health Network Inc., a clinical support program and education platform led by healthcare professionals. TerrAscend participates in the legal adult-use market in Canada through direct and indirect supply agreements in several provinces and the US market in states where cannabinoids have been legalized for therapeutic or adult-use. TerrAscend, in partnership with leading researchers Cistrion Corp, launched Ascendant Labs, a biotechnology and licensing company committed to the continuous improvement of cannabinoid expressing plants.

Caution Regarding Cannabis Operations in the United States

Investors should note that there are significant legal restrictions and regulations that govern the cannabis industry in the United States. Cannabis remains a Schedule I drug under the US Controlled Substances Act, making it illegal under federal law in the United States to cultivate, distribute or possess cannabis in the United States. Furthermore, financial transactions involving proceeds generated by, or intended to promote, cannabis-related business activities in the United States may form the basis for prosecution under applicable US federal money laundering legislation.

While the approach to enforcement of such laws by the federal government in the United States has trended toward non-enforcement against individuals and businesses that comply with medical or adult-use cannabis programs in states where such programs are legal, strict compliance with state laws with respect to cannabis will neither absolve TerrAscend of liability under US federal law, nor will it provide a defense to any federal proceeding which may be brought against TerrAscend. Following any investment made by TerrAscend in operations in the United States, enforcement of federal laws in the United States will be a significant risk to the business of TerrAscend and any proceedings brought against TerrAscend thereunder may adversely affect TerrAscend’s operations and financial performance.

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