



INVICTUS MD

700-1055 West Pender Street
Vancouver BC, V6E 2P4

Increasing Shareholder Value by Combining Organic
Growth with a Disciplined Acquisition Philosophy

PRESS RELEASE

June 25, 2015

Invictus MD to Cancel 16.4 Million Shares

Vancouver, BC, June 25, 2015 - INVICTUS MD STRATEGIES CORP. ("Invictus MD" or the "Company") (CSE: IMH; OTC: IVITF; FRA: 8IS) is pleased to announce that the shareholders of the Company approved all matters at its annual general meeting held on June 24, 2015, as follows:

- (i) setting the number of directors at three;
- (ii) the election of Dan Kriznic, Drew Lawrenson, and Colin Kinsley as directors of the Company for the ensuing year;
- (iii) the appointment of Manning Elliott LLP as auditor of the Company for the ensuing year; and
- (iv) the creation of a new class of non-voting and non-participating preferred shares (the "Class A Preferred Shares").

The Company intends to enter into agreements with certain escrowed shareholders whereby approximately 16.4 million escrowed common shares will be voluntarily cancelled and replaced with Class A Preferred Shares, which will be subject to the same escrow release schedules. The Class A Preferred Shares will only become convertible into common shares if and when released from escrow. For more information see the Company's information circular dated May 25, 2015.

Following completion of the voluntary return of escrowed common shares, Invictus MD anticipates the total number of common shares outstanding to be reduced to approximately 35,038,384 from the current 51,438,384.

CSE:IMH

info@invictus-md.com
www.invictus-md.com



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About Invictus MD Strategies Corp.

Invictus MD targets companies with proven brands, strong customer focus, and significant growth potential. We not only provide capital to meet these objectives but also years of management experience from a team that has been successful in all facets of business from start-ups to running large international organizations. The fundamental core of our operations is centered on the vast opportunities within fragmented industries.

Invictus MD works in partnership with management teams to increase shareholder value through business planning and process integration, developing and executing growth strategies, leveraging our experience and relationships, and structuring and deploying the proper capital to support long-term growth. Our prudent approach to both investing in and developing successful companies ensures successful execution of the business plan in both times of economic expansion and contraction.

For more information please visit www.invictus-md.com.

On Behalf of the Board,

Dan Kriznic

Chairman & CEO

604-368-6437

Forward-Looking Statements

This news release contains certain "forward-looking information" within the meaning of applicable securities laws, including statements regarding the agreement of certain shareholders to the exchange of their escrowed common shares for Class A Preferred Shares and the resulting reduction in the total number of outstanding common shares. Forward-looking information, also referred to below as forward-looking statements, is frequently characterized by words such as "plan", "expect", "project", "intend", "believe", "anticipate", "estimate" and other similar words, or statements that certain events or conditions "may" or "will" occur. Forward-looking statements are based on the opinions and estimates of management at the date the statements are made, and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those anticipated in the forward-looking statements. There can be no assurance that such statements will prove to be accurate and actual results and future events may vary from those anticipated in such statements. The forward-looking statements in this news release were developed based on certain assumptions, factors and expectations of management, including that certain holders of escrowed common shares will agree to exchange such common shares for Class A Preferred shares. Important risk factors that could cause actual results to differ materially from the Company's plans or expectations



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include the risk that some or all holders of escrowed common shares will not agree to exchange their common shares for Class A Preferred shares. The Company undertakes no obligation to update forward-looking information if circumstances or management's estimates or opinions should change except as required by law. The reader is cautioned not to place undue reliance on forward-looking statements.