

NEWS RELEASE

FOR IMMEDIATE RELEASE



IANTHUS ANNOUNCES SHARES FOR DEBT SETTLEMENT

THIS NEWS RELEASE IS INTENDED FOR DISTRIBUTION IN CANADA ONLY AND IS NOT INTENDED FOR DISTRIBUTION TO UNITED STATES NEWSWIRE SERVICES OR DISSEMINATION IN THE UNITED STATES

TORONTO, ON and NEW YORK, NY – July 5, 2018 – iAnthus Capital Holdings, Inc., (CSE: IAN) (“**iAnthus**” or the “**Company**”), announces the issuance of an aggregate 65,900 common shares in the capital of the Company to settle an aggregate US\$342,220 in debt (the “**Shares for Debt Settlement**”) with one non-arms-length party (the “**Consultant**”) and one related party (the “**Related Party**”). An aggregate 23,500 Shares, at a deemed price of US\$5.00 per Share, were issued to the Related Party to settle payment for services and a loan provided by the Related Party to the Company’s wholly-owned subsidiary, Citiva Medical, LLC.. An aggregate 42,400 Shares, at a deemed price of US\$5.30 per Share, were issued to the Consultant for services rendered by the Consultant pursuant to a consultant agreement between the Consultant and the Company.

The issuance of Shares to the Related Party, pursuant to the Shares for Debt Settlement, constitutes a "related party transaction" as this term is defined in Multilateral Instrument 61-101 - *Protection of Minority Securityholders in Special Transactions* (“**MI 61-101**”). The Company relies on the exemption from valuation requirement and minority approval pursuant to subsection 5.5(a) and 5.7(a) of MI 61-101, respectively, as the securities do not represent more than 25% of the Company’s market capitalization, as determined in accordance with MI 61-101. The participation by the Related Party in the Shares for Debt Settlement was approved by directors of the Company who are independent in connection with such transactions.

All securities issued under the Shares For Debt Settlement are subject to a statutory hold period expiring on October 27, 2018 in accordance with applicable securities legislation.

The securities issued pursuant to the Shares for Debt Settlement have not been, and will not 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.

About iAnthus Capital Holdings, Inc.

iAnthus Capital Holdings, Inc. owns and operates best-in-class licensed cannabis cultivation, processing and dispensary facilities throughout the United States, providing investors diversified exposure to the U.S. regulated cannabis industry. Founded by entrepreneurs with decades of experience in operations, investment banking, corporate finance, law and health care services, iAnthus provides a unique

combination of capital and hands-on operating and management expertise. The Company uses these skills to support operations across six states. For more information, visit www.iAnthusCapital.com.

***THE CANADIAN SECURITIES EXCHANGE HAS NOT REVIEWED, APPROVED OR
DISAPPROVED THE CONTENT OF THIS NEWS RELEASE.***

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