



NOT FOR DISSEMINATION IN THE UNITED STATES OR THROUGH U.S. NEWSWIRES

**TERRASCEND'S WHOLLY-OWNED SUBSIDIARY, SOLACE HEALTH INC., RECEIVES
LICENSE TO PRODUCE CANNABIS OILS**

TORONTO, ONTARIO – February 5, 2018 – TerrAscend Corp. (CSE: TER) (“**TerrAscend**” or the “**Company**”) is pleased to announce that its wholly-owned subsidiary, Solace Health Inc. (“**Solace**”), has been granted an oil production license by Health Canada pursuant to the *Access to Cannabis for Medical Purposes Regulations*. This important milestone will enable Solace to commence the commercial production and formulation of cannabis-derived oils for its consumers.

Michael Nashat, TerrAscend’s President and CEO, noted, “Our team’s efforts and experience have enabled Solace to exceed industry standards in progressing through Health Canada’s licensing processes. The granting of our oil production license is an especially exciting milestone for the Company as we continue our efforts towards providing high quality and consistently dosed cannabis products to support the health and wellness of our consumers”

Solace will commence the production of cannabis oils at its Mississauga, Ontario facility to be sold both in Canada and in global markets. Solace’s focus on developing quality, non-combustible cannabis products for consumers will be enhanced by the Company’s pharmaceutical formulations experience.

About TerrAscend

TerrAscend is a Canadian cannabis company that strives to create and deliver quality products and services that meet the evolving needs of Consumers. The Company provides support to medical consumers through its wholly-owned subsidiaries, Solace Health Inc., a licensed producer of medical cannabis under the Access to Cannabis for Medical Purposes Regulations and Terra Health Network Inc., a clinical support program and education platform led by healthcare professionals.

Please visit www.TerrAscend.com for more information about the Company.

Forward Looking Information

This news release contains certain "forward-looking statements" within the meaning of such statements under applicable securities law. Forward-looking statements are frequently characterized by words such as "plan", "continue", "expect", "project", "intend", "believe", "anticipate", "estimate", "may", "will", "potential", "proposed" and other similar words, or statements that certain events or conditions "may" or "will" occur. These statements are only predictions. Various assumptions were used in drawing the conclusions or making the projections contained in the forward-looking statements throughout this news release. Forward-looking statements include, but are not limited to, the anticipated timing for closing of the Private Placement, and the anticipated use of proceeds of the Private Placement. 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 projected in the forward-looking statements. The Company is under no obligation, and expressly disclaims any intention or obligation, to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as expressly required by applicable law.

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