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## ASX RELEASE

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### Harvest One undertakes strategic review

**MMJ Group Holdings Limited (ASX:MMJ) ("MMJ")**, an Australian-listed company that specialises in managing a portfolio of investments along the cannabis value-chain, advise that the Board of Harvest One Cannabis Inc. ("HVT" or "the Company") (TSX-V: HVT; OTCQX: HRVOF) has advised that it is undertaking a strategic review of the business.

"We believe Harvest One is significantly undervalued given its substantial cultivation and Cannabis 2.0 assets", said MMJ Non Executive Chairman, Peter Wall, "and we are committed to working closely with Harvest One to realise that intrinsic value".

MMJ is the largest shareholder holding 26%<sup>1</sup> of HVT which is one of the largest investments within the MMJ cannabis and hemp portfolio.

MMJ holds two investments in HVT:

- a) MMJ is the largest shareholder holding 26% of HVT which is one of the largest investments within the MMJ cannabis and hemp portfolio.
- b) CAD2m secured loan. The Loan bears interest at a rate of 15% per annum and the principal and accrued interest on the Loan is payable in arrears within 60 days of the advance date, subject to certain exceptions. MMJ has first ranking security interest in all current and after acquired property of HVT and its subsidiaries, subject to certain permitted liens.

Mr Peter Wall, Chairman of MMJ, is a non-executive director of HVT.

MMJ is holding discussions with HVT on the potential extension of the date of the repayment of the CAD2m secured loan which is currently repayable on 10 March 2020.

Harvest One is a global cannabis company that develops and provides innovative lifestyle and wellness products to consumers and patients in regulated markets around the world.

A copy of the HVT announcement is attached to this ASX announcement.

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**Investor and Media Enquiries**

Announcement authorised for release to ASX by:  
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Chief Financial Officer and Company Secretary  
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**About MMJ**

MMJ is a global cannabis investment company (ABN 91 601 236 417). MMJ owns a portfolio of minority investments and aims to invest across the full range of emerging cannabis-related sectors including healthcare, technology, infrastructure, logistics, processing, cultivation, equipment and retail. For MMJ's latest investor presentation and news, please visit: <https://www.mmjgh.com.au/investors/>

**Important Notice**

This announcement contains reference to certain intentions, expectations, future plans, strategy and prospects of MMJ. Those intentions, expectations, future plans, strategy and prospects may or may not be achieved. They are based on certain assumptions, which may not be met or on which views may differ and may be affected by known and unknown risks. The performance and operations of MMJ may be influenced by a number of factors, many of which are outside the control of MMJ. No representation or warranty, express or implied, is made by MMJ, or any of its directors, officers, employees, advisers or agents that any intentions, expectations or plans will be achieved either totally or partially or that any particular rate of return will be achieved. Given the risks and uncertainties that may cause MMJ's actual future results, performance or achievements to be materially different from those expected, planned or intended, recipients should not place undue reliance on these intentions, expectations, future plans, strategy and prospects. MMJ does not warrant or represent that the actual results, performance or

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<sup>1</sup> MMJ holds 55,557,994 HVT shares as at 2 February 2020

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# Harvest One Announces Review of Strategic Alternatives

February 12, 2020 – Vancouver, British Columbia – Harvest One Cannabis Inc. ("**Harvest One**" or the "**Company**") (TSX-V: HVT; OTCQX: HRVOF) announced today that its Board of Directors has initiated a process to evaluate a range of strategic alternatives available to the Company (the "**Strategic Review**"). Mackie Research Capital Corporation and AltaCorp Capital Inc. have been appointed to act as exclusive financial advisors to the Company with respect to the Strategic Review.

Harvest One has re-focused its business on brand development, innovative new products and sales channels which will position the Company for success by leveraging its established distribution channels in North America and Europe. The Company continues to execute on its plan to drive growth through its portfolio of Cannabis 2.0 lifestyle and wellness products. Going forward, the Company's main focus will be *Satipharm*, a medical and nutraceutical manufacturer; as well as *Dream Water Global* and *Delivra*, both consumer goods producers. The Company also owns *United Greeneries*, a Licensed Producer, and holds a controlling interest in *Greenbelt Greenhouse* (cultivation and extraction) and a minority interest in retailer *Burb Cannabis* (retail).

The Board of Directors has appointed a special committee of independent directors (the "**Special Committee**") to oversee the Strategic Review.

Frank Holler, Chairman of the Board of Directors of the Company, stated: "Our Board has determined that it is prudent at this time to undertake the Strategic Review in order to ensure that all available alternatives for the Company are being evaluated to maximize value for our shareholders. As the Special Committee conducts its review, we remain focused on executing on our strategy and continuing day to day operations as usual."

MMJ Group Holdings Limited ("MMJ"), Harvest One's largest shareholder, advanced a bridge loan of \$2.0 million to the Company on January 13, 2020 and has indicated its support for the strategic review process. "We believe Harvest One is significantly undervalued given its substantial cultivation and Cannabis 2.0 assets," said Peter Wall, MMJ Non-Executive Chairman, "and we are committed to working closely with the Company to realize on that intrinsic value."

The Company has not established a definitive timeline to complete the Strategic Review and no decisions related to any strategic alternative have been reached at this time. There is no assurance that any strategic transaction or transactions will result from the Strategic Review. The Company does not intend to comment further with respect to the Strategic Review unless and until it determines that additional disclosure is appropriate in the circumstances and in accordance with the requirements of applicable securities laws.

## **About Harvest One**

Harvest One is a global cannabis company that develops and provides innovative lifestyle and wellness products to consumers and patients in regulated markets around the world. The Company's range of lifestyle solutions is designed to enhance quality of life. Shareholders have significant exposure to the entire cannabis value chain through its wholly-owned subsidiaries: [United Greeneries](#), a Licensed Producer; [Satipharm](#) (medical and nutraceutical); [Dream Water Global](#), and [Delivra](#) (consumer); as well as a controlling interest in *Greenbelt Greenhouse* (greenhouse cultivation and extraction), and a minority interest in [Burb Cannabis](#) (retail operations). For more information, please visit [www.harvestone.com](http://www.harvestone.com).

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**Cautionary Note Regarding Forward-Looking Statements**

*Certain statements contained in this press release constitute forward-looking information. These statements relate to future events or future performance about Harvest One and its business and operations, which include, among other things, statements with respect to the Strategic Review, its corporate strategy moving forward, any transactions arising from the Strategic Review, and future opportunities available for the Company. The use of any of the words "could", "intend", "expect", "believe", "will", "projected", "estimated" and similar expressions and statements relating to matters that are not historical facts are intended to identify forward-looking information and are based on the Company's current belief or assumptions as to the outcome and timing of such future events. Actual future results may differ materially. The forward-looking information contained in this press release is made as of the date hereof, and the Company is not obligated to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable securities laws. Because of the risks, uncertainties and assumptions contained herein, investors should not place undue reliance on forward-looking information. The foregoing statements expressly qualify any forward-looking information contained herein.*

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