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Forward-Looking Information

This presentation contains certain information that may constitute “forward-looking information” within the meaning of Canadian securities laws and forward-looking statements within the meaning of U.S. federal securities laws, both of which the Corporation refers to as forward-looking information. Forward-looking information can be identified by the use of terms such as “may”, “will”, “should”, “expect”, “plan”, “anticipate”, “believe”, “intend”, “estimate”, “predict”, “potential”, “continue” or other similar expressions concerning matters that are not statements about the present or historical facts. Forward-looking information in this presentation includes, but is not limited to, information or statements about: the business model and illustrations; the Company’s strategy, future operations, prospects and the plans of management; the design, regulatory plan, timeline, costs and results of cannabis licensing and production; the timing of future meetings and discussions with Health Canada and other regulatory bodies; planned regulatory filings, and the timing thereof; anticipated marketing advantages and product differentiation of and its potential to become a licensed producer; the Company’s estimates of the size of the potential market, potential for market expansion, and the rate and degree of market acceptance, and the Company’s ability to serve such market; the Company’s strategy and ability to develop, commercialize and distribute in international markets; the Company’s ability to complete business development, marketing and other commercialization activities and the estimated timing thereof; the Corporation’s sales, distribution and marketing strategy; the Corporation’s intention and ability to obtain and maintain regulatory approvals, the timing and costs of obtaining same; the success of competing products that are or become available; the potential for commercial opportunities in various geographies and indications, including co-development and/or marketing partnerships and possible licensing and partnership opportunities, and the benefits to be derived from such commercial opportunities; and the Company’s preferred strategy to commercialize through strategic partnerships.

Although the forward-looking information in this presentation is based upon what the Company believes are reasonable assumptions, no person should place undue reliance on such information since actual results may vary materially from the forward-looking information. In addition, forward-looking information in this presentation is subject to a number of known and unknown risks, uncertainties and other factors, many of which are beyond the Company’s control, that could cause the Company’s actual results and developments to differ materially from those that are disclosed in or implied by the forward-looking information. Consequently, all the forward-looking information in this presentation is qualified by this cautionary statement and there can be no guarantee that the results or developments that the Company anticipates will be realized or, even if substantially realized, that they will have the expected consequences or effects on the Company’s business, financial condition or results of operations. Accordingly, you should not place undue reliance on the forward-looking information. Except as required by applicable law, the Company does not undertake to update or amend any forward-looking information, whether as a result of new information, future events or otherwise. All forward-looking information is made as of the date of this presentation.

Cautionary Note Regarding Forward-Looking Statements

Achievement of Pacific West Canopy Holdings Ltd.'s ("PacWest" or the "Company") business plan involves significant risk. Certain information included in this presentation, including any information as to future financial results; share value; or operating performance and other statements that express expectations or estimates of future performance, constitute 'forward-looking statements'. For example, statements about expected timelines for product acquisition and launches, completing financings, finalizing collaborations and contractual arrangements, market growth and size, PacWest's strategies and objectives, future revenues, profits, expected timing and receipt of necessary government licensing, forecast number of product lines and sales, planned partnerships and commencement of operations are all forward-looking statements. Forward-looking statements are necessarily based upon a number of estimates, assumptions, expectations and projections that, while considered reasonable by management, are inherently subject to significant business, economic and competitive uncertainties and contingencies. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual financial results, performance or achievements to be materially different from the estimated future results, performance or achievements expressed or implied by those forward-looking statements and the forward-looking statements are not guarantees of future performance, see "Risk Factors". Except as required by law, PacWest disclaims any obligation to update or revise any forward-looking statements, whether as a result of new information, events or otherwise. Readers are cautioned not to put undue reliance on these forward-looking statements. Future-oriented financial information and financial outlooks, as with forward-looking information generally, are, without limitation, based on the assumptions and subject to the risks set out above. The Company's results of operations may differ materially from management's current expectations. Such information is presented for illustrative purposes only and may not be an indication of the Company's actual results of operations or earnings. The focus of PacWest's business is the cannabis industry. The production, distribution, sale and use of marijuana and its derivatives are still illegal in some of the jurisdictions in which PacWest intends to operate. These laws and their enforcement are in flux and vary dramatically from jurisdiction to jurisdiction. The enforcement of these laws and its effect on PacWest and its business, employees, directors and shareholders are uncertain and accordingly involve considerable risk. This presentation contains information obtained by the Company from third parties, including but not limited to market data. The Company believes such information to be accurate but has not independently verified such information. To the extent such information obtained from third party sources, there is a risk that the assumptions made and conclusions drawn by the Company based on such representations are not accurate. This presentation may have been sent to you in an electronic form. You are reminded that documents transmitted via this medium may be altered or changed during the process of electronic transmission. You are responsible for protecting against viruses and other destructive items. Your receipt of this electronic transmission is at your own risk and it is your responsibility to take precautions to ensure that it is free from viruses and other items of a destructive nature. As a consequence of the above, neither the Company, its agents nor any director, officer or employee of any of them or any affiliate of any such person accepts any liability or responsibility whatsoever in respect of any difference between the document distributed to you in electronic format and the hard copy version that may be made available to you.

Cannabis-Related Practices or Activities are Illegal Under U.S. Federal Laws

The concepts of "medical cannabis" and "recreational cannabis" do not exist under U.S. federal law. The U.S. Federal Controlled Substances Act classifies "marihuana" as a Schedule I drug. Accordingly, cannabis-related practices or activities, including without limitation, the manufacture, importation, possession, use or distribution of cannabis are illegal under U.S. federal law. Strict compliance with state laws with respect to cannabis will neither absolve the Company of liability under U.S. federal law, nor will it provide a defense to any federal proceeding which may be brought against the Company. Any such

proceedings brought against the Company may adversely affect the Company's operations and financial performance.

Statutory Rights of Action

In certain circumstances, investors resident in certain provinces of Canada, are provided with a remedy for rescission or damages, or both, in addition to any other right they may have at law, where an offering memorandum (such as this presentation) and any amendment to it contains a misrepresentation. Where used herein, "misrepresentation" means an untrue statement of a material fact or an omission to state a material fact that is required to be stated or that is necessary to make any statement not misleading in light of the circumstances in which it was made. These remedies, or notice with respect to these remedies, must be exercised or delivered, as the case may be, by the purchaser within the time limits prescribed by applicable securities legislation. The following summary is subject to the express provisions of the applicable securities laws, regulations and rules, and reference is made thereto for the complete text of such provisions. Such provisions may contain limitations and statutory defences not described here on which the Company and other applicable parties may rely. Investors should refer to the applicable provisions of the securities legislation of their province for the particulars of these rights or consult with a legal adviser. The following is a summary of rights of rescission or damages, or both, available to investors resident in the province of Ontario, New Brunswick, Nova Scotia and Saskatchewan. If there is a misrepresentation herein and you are a purchaser under securities legislation in Ontario, New Brunswick, Nova Scotia and Saskatchewan you have, without regard to whether you relied upon the misrepresentation, a statutory right of action for damages, or while still the owner of the securities, for rescission against the "Company". This statutory right of action is subject to the following:

- (a) if you elect to exercise the right of action for rescission, you will have no right of action for damages against the Company;
- (b) except with respect to investors resident in Nova Scotia, no action shall be commenced to enforce a right of action for rescission after 180 days from the date of the transaction that gave rise to the cause of action;
- (c) no action shall be commenced to enforce a right of action for damages after the earlier of
 - (i) 180 days (with respect to investors resident in Ontario) or one year (with respect to investors resident in Saskatchewan and New Brunswick) after you first had knowledge of the facts giving rise to the cause of action and
 - (ii) three years (with respect to investors resident in Ontario) or six years (with respect to investors resident in Saskatchewan and New Brunswick) after the date of the transaction that gave rise to the cause of action;
- (d) with respect to investors resident in Nova Scotia, no action shall be commenced to enforce a right of action for rescission or damages after 120 days from the date on which payment for the securities was made by you;
- (e) the Company will not be liable if it proves that you purchased the securities with knowledge of the misrepresentation;
- (f) in the case of an action for damages, the Company will not be liable for all or any portion of the damages that it proves do not represent the depreciation in value of the securities as a result of the misrepresentations; and

- (g) in no case will the amount recoverable in such action exceed the price at which the securities were sold to you.

The foregoing is a summary only and is subject to the express provisions of the Securities Act (Ontario), the Securities Act (New Brunswick), the Securities Act (Nova Scotia) and the Securities Act (Saskatchewan), and the rules, regulations and other instruments thereunder, and reference is made to the complete text of such provisions contained therein. Such provisions may contain limitations and statutory defences on which the Company may rely.

Notwithstanding that the Securities Act (British Columbia), the Securities Act (Alberta), and the Securities Act (Québec) do not provide, or require the Company to provide, to investors resident in these jurisdictions any rights of action in circumstances where this presentation or an amendment hereto contains a misrepresentation, the Company hereby grants to such investors contractual rights of action that are equivalent to the statutory rights of action set forth above with respect to investors resident in Ontario. In Manitoba, the Securities Act (Manitoba), in Newfoundland and Labrador the Securities Act (Newfoundland and Labrador), in Prince Edward Island the Securities Act (PEI), in Yukon, the Securities Act (Yukon), in Nunavut, the Securities Act (Nunavut) and in the Northwest Territories, the Securities Act (Northwest Territories) provide a statutory right of action for damages or rescission to investors resident in Manitoba, Newfoundland, PEI, Yukon, Nunavut and Northwest Territories respectively, in circumstances where this presentation or an amendment hereto contains a misrepresentation, which rights are similar, but not identical, to the rights available to Ontario investors. The statutory right of action described above is in addition to and without derogation from any other right or remedy at law.

Cautionary Note to United States Investors

The securities of the Company described herein have not been and will not be registered under any United States federal or state securities law and may not be offered and sold in the United States, except that securities may be offered and sold to an investor that is an “accredited investor” as defined in Regulation D of the United States *Securities Act of 1933*, as amended (the “U.S. Securities Act”). Prospective investors will be required to represent, among other things, that they qualify as “accredited investors” and are familiar with and understand the terms of the offering and have all requisite authority to make such investment.

IN MAKING AN INVESTMENT DECISION, INVESTORS MUST RELY ON THEIR OWN EXAMINATION OF THE COMPANY AND THE TERMS OF THE OFFERING, INCLUDING THE MERITS AND RISKS INVOLVED. THE SECURITIES HAVE NOT BEEN APPROVED OR DISAPPROVED BY THE SECURITIES AND EXCHANGE COMMISSION OR BY ANY STATE SECURITIES COMMISSION OR REGULATORY AUTHORITY, NOR HAVE ANY OF THE FOREGOING AUTHORITIES OR ANY CANADIAN PROVINCIAL SECURITIES REGULATOR PASSED ON THE ACCURACY OR ADEQUACY OF THIS PRESENTATION. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

The securities will not be and have not been registered under the U.S. Securities Act or the securities laws of any state of the United States, and if sold in the United States will be “restricted securities” within the meaning of Rule 144 under the U.S. Securities Act. The securities may be resold, pledged or otherwise transferred only pursuant to an effective registration statement under the U.S. Securities Act or pursuant to an applicable exemption from the registration requirements of the U.S. Securities Act.

Return of Materials

If the recipient of this presentation determines not to purchase any securities or the offering is terminated, the recipient will promptly return all material received in connection herewith without retaining any copies to: 700-838 West Hastings Street, Vancouver, British Columbia, V6C 0A6, Canada.