

FOR IMMEDIATE RELEASE

BellRock Brands Announces Amendment to Secured Promissory Note and Guaranty and Security Agreement; Agreement To Enter New Mexico Market

DENVER, CO – January 3, 2023 – BellRock Brands Inc. ("BellRock" or the "Company") (CSE: BRCK.U), an industry-leading cannabis consumer packaged goods ("CPG") and intellectual property platform, announces that it has entered into amendments for a secured promissory note (the "Promissory Note") and the related guaranty and security agreements (collectively, the "Note Amendments") with a consortium of private lenders. The Company originally issued the Promissory Note in April of 2021 in the amount of \$4 million (USD), but for which \$3.85 million (USD) was funded. The Note Amendments, which provide the Company an extension of the original maturity date of April 19, 2022 to January 3, 2023 on \$3.35 million (USD) of the debt and to December 30, 2023 on the other \$500,000.00 (USD), are part of the Company's efforts to both reorganize its debt and take steps towards achieving a cash flow positive position. In exchange for the grant of extension of the maturity date on the \$3.35 million (USD), the Company agreed to additional fees and costs, including a default interest rate of 35 percent after January 3, 2023 on the \$3.35 million (USD) of outstanding principal of the Promissory Note, as well as penalties for non-payment and an enhanced collateral package as security for the Promissory Note. The Company continues to engage in discussions with the consortium of lenders on ways to further pay down the Promissory Note.

BellRock has also announced an agreement with JBS Technologies NM, LLC ("JBS") to bring its Dixie and Mary's Medicinals brands to New Mexico's medical and adult use markets in Q1 of 2023. The Technology and Trademark Licensing Agreements with JBS will introduce Dixie-branded products to the Land of Enchantment in early 2023, with Mary's Medicinals-branded products to follow.

"The principals of the JBS team have been wonderful partners to BellRock in Oklahoma, so we are excited about furthering our relationship with them through this New Mexico opportunity," stated BellRock President and CEO, Brian Jansen. "New Mexico has always been a priority for BellRock's expansion, but we wanted to find the right partner. I believe we have that with JBS."

BellRock's entrance into the New Mexico market expands its footprint to eleven states and Canada, with plans for more expansion in 2023.

ABOUT BELLROCK BRANDS:

BellRock Brands is a multi-state cannabis house of brands possessing one of the industry's broadest branded product portfolios, developed through research and differentiated intellectual property. With more than 100 products available through its two flagship brands, Dixie Brands™ and Mary's Medicinals®, BellRock's product portfolio can currently be found in ten U.S. states and Canada. BellRock is also home to Mary's Nutritionals™ and Mary's Tails™, hemp-derived wellness products for humans and their pets, as well as Mindset™, BellRock's best in class vaporizer cartridge line. For more information, please visit www.bellrockbrands.com.

FORWARD-LOOKING INFORMATION AND STATEMENTS

The information provided in this press release may contain "forward-looking information" and "forward-looking statements" within the meaning of applicable securities laws. All statements, other than statements of historical fact, made by the Company (or its predecessors) that address activities, events or developments that the Company expects or anticipates will or may occur in the future are forward-looking statements, including, but not limited to, statements preceded by, followed by or that include words such as "may", "will", "would", "could", "should", "believes", "estimates", "projects", "potential", "expects", "plans", "intends", "anticipates", "targeted", "continues", "forecasts", "designed", "goal", or the negative of those

words or other similar or comparable words. Forward-looking statements may relate to future financial conditions, results of operations, plans, objectives, performance or business developments. These statements speak only as at the date they are made and are based on information currently available and on current expectations and assumptions concerning future events, which are subject to a number of known and unknown risks, uncertainties and other factors that may cause actual results, performance or achievements to be materially different from that which was expressed or implied by such forward- looking statements, including, but not limited to, risks and uncertainties related to: (i) the regulation of the medical and recreational marijuana industry in the United States, Canada, Mexico, Australia, New Zealand, Latin America and other countries in which the Company may carry on its business; (ii) the ability of the Company to obtain meaningful consumer acceptance and a successful market for its products on a national and international basis at competitive prices; (iii) the ability of the Company to develop and maintain an effective sales network; (iv) the success of the Company in forecasting demand for its products or services; (v) the ability of the Company to maintain pricing and thereby maintain adequate profit margins; (vi) the ability of the Company to achieve adequate intellectual property protection; (vii) the availability of financing opportunities, risks associated with economic conditions, dependence on management and conflicts of interest; and (viii) other risks described from time to time in documents filed by the Company with securities regulatory authorities.

With respect to the forward-looking statements contained herein, although the Company believes that the expectations and assumptions on which the forward-looking statements are based are reasonable, undue reliance should not be placed on the forward-looking statements as no assurance can be given that they will prove to be correct. Since forward-looking statements address future events and conditions, by their very nature they involve inherent risks and uncertainties. Actual results could differ materially from those currently anticipated due to a number of factors and risks, including the risks described above. Consequently, all forward-looking statements made in this press release are qualified by such cautionary statements and there can be no assurance that the anticipated results or developments will actually be realized or, even if realized, that they will have the expected consequences to or effects on the Company. The cautionary statements contained or referred to herein should be considered in connection with any subsequent written or oral forward-looking statements that the Company and/or persons acting on the Company's behalf may issue.

The Canadian Securities Exchange has neither approved nor disapproved the contents of this news release.

###

SOURCE BellRock Brands Inc.

For further information:

Media Inquiries or Investor Relations

BellRock Brands

Email: IR@bellrockbrands.com