



Molecule Holdings Inc. Clarifies Reason for Delay of Annual Filings

February 28, 2023 – Molecule Holdings Inc. (CSE: MLCL) (“**Molecule**” or the “**Company**”), a Canadian craft-focused cannabis beverage production company, today announces that, further to its press release of February 10, 2023, the reason it anticipates the filing of its annual financial statements (the “**2022 Annual Financial Statements**”), management’s discussion and analysis and related officer certifications for the financial year ended October 31, 2022 (collectively, the “**Annual Filings**”) will be delayed beyond the required filing deadline under Parts 4 and 5 of National Instrument 51-102 – *Continuous Disclosure Obligations* and pursuant to National Instrument 52-109 – *Certification of Disclosure in Issuer’s Annual and Interim Filings*, being February 28, 2023 (the “**Filing Deadline**”) is as a result of the Company having had unpaid audit fees with respect to the audit for the financial year ended October 31, 2021. The unpaid amounts with respect to the previous year’s audit fees delayed the beginning of the audit process for the 2022 Annual Financial Statements, however, the unpaid amounts have since been paid and the audit process for the 2022 Annual Financial Statements has now begun with the Company’s auditors.

The Company still intends to work closely with its auditor and expects to file the Annual Filings as soon as possible, and in any event no later than April 28, 2023.

The Company is providing this updated default announcement in accordance with National Policy 12-203 – *Management Cease Trade Orders* (“**NP 12-203**”). The Company has made an application to the Ontario Securities Commission, as principal regulator of the Company, for a management cease trade order (“**MCTO**”) under NP 12-203 in respect of the anticipated default regarding the Annual Filings. The granting of the MCTO is at the discretion of the Ontario Securities Commission. The issuance of the MCTO generally will not affect the ability of persons who have not been directors, officers or insiders of the Company to trade in their securities. In the event that the MCTO is granted, it will be in effect until the default is remedied.

The Company intends to follow the provisions of the Alternative Information Guidelines set out in NP 12-203, including the issuance of bi-weekly default status reports in the form of news releases, for as long as the Company remains in default. The Company confirms as of the date of this news release that there is no insolvency proceeding against it and there is no other material information concerning the affairs of the Company that has not been generally disclosed.

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About Molecule Holdings Inc.

Molecule is a licensed producer dedicated to creating cannabis-infused beverages for the Canadian market. We produce leading, top-quality drinks to provide opportunity and choice to people seeking a convenient and social way to consume cannabis. Molecule is focused on growing both our portfolio, and the overall cannabis beverage market. We want to ensure people have the best opportunity to find exactly the product and experience they thirst for.

Neither the Canadian Securities Exchange nor its regulation services provider accepts responsibility for the adequacy or accuracy of this press release.

Cautionary Note Regarding Forward-Looking Statements

This press release contains statements that constitute “forward-looking information” (“forward-looking information”) within the meaning of the applicable Canadian securities legislation. All statements, other than statements of historical fact, are forward-looking information and are based on expectations, estimates and projections as at the date of this news release. Any statement that discusses predictions, expectations, beliefs, plans,

projections, objectives, assumptions, future events or performance (often but not always using phrases such as “expects”, or “does not expect”, “is expected”, “anticipates” or “does not anticipate”, “plans”, “budget”, “scheduled”, “forecasts”, “estimates”, “believes” or “intends” or variations of such words and phrases or stating that certain actions, events or results “may” or “could”, “would”, “might” or “will” be taken to occur or be achieved) are not statements of historical fact and may be forward-looking information. In disclosing the forward-looking information contained in this press release, the Company has made certain assumptions. Forward-looking information in this press release includes the Company’s belief of a delay in filing of the Annual Filings by the Annual Filing Deadline; the ability to complete the audit and file the Annual Filings; the timing for completion and filing of the Annual Filings, if at all; the potential issuance of the MCTO by the Ontario Securities Commission; the Company’s ability to comply with the provisions set out in NP 12-203; and the Company’s ability to produce cannabis-infused beverages for the Canadian beverage market to provide opportunities for people to consume cannabis. In disclosing the forward-looking information contained in this press release, the Company has made certain assumptions.

The Company’s actual results could differ materially from those anticipated in this forward-looking information as a result of regulatory decisions, competitive factors in the industries in which the Company operates, prevailing economic conditions, and other factors, many of which are beyond the control of the Company. Specifically, there are risks that: the Annual Filings may not be completed on the terms and timing described herein or at all; the Ontario Securities Commission does not issue the MCTO; or the Company not complying with the provisions set out in NP 12-203. Additional risk factors can also be found in the Company’s current MD&A, which has been filed on SEDAR and can be accessed at www.sedar.com.

The Company believes that the expectations reflected in the forward-looking information are reasonable, but no assurance can be given that these expectations will prove to be correct and such forward-looking information should not be unduly relied upon. Any forward-looking information contained in this news release represents the Company’s expectations as of the date hereof and is subject to change after such date. The Company disclaims any intention or obligation 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 legislation.