

### AREV NUTRITION SCIENCES INC.

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#### **PRESS RELEASE**

# AREV NUTRITION SCIENCES INC. ANNOUNCES ASSET PURCHASE AGREEMENT TO ACQUIRE BC BUD DEPOT ASSETS

Vancouver, British Columbia, July 12, 2018 – AREV Nutrition Sciences Inc. ("AREV" or the "Company") (CSE - AREV), is pleased to announce it has entered into an asset purchase and sale agreement (the "Acquisition Agreement") dated July 3, 2018 with Matthew Harvey carrying on business under the branding "BC Bud Depot" ("BCBD"), subject to pending CSE approval, to acquire 100% of the assets under the BCBD brand in consideration for issuance of 9,500,000 common shares of the Company at a deemed price of \$0.50 per share and \$500,000, of which \$50,000 is payable in cash and \$450,000 is payable by way of a convertible debenture (the "Convertible Debenture") issued by the Company accruing interest at 8% per annum, for an aggregate value of \$5,250,000. The outstanding principal amount and outstanding accruing interest of the Convertible Debenture shall be convertible into common shares of the Company at the price of \$0.50 per common share.

The BCBD assets comprises breeding methodologies for new cannabis strains available for license to licensed producers for replication and further processing activities and capabilities and technologies for the development of further breeding methodologies. The BCBD assets have a large collection of breeding methodologies developed over many years in the creation of a variety of marijuana strains. BCBD specializes in launching new strains, generating initial interest and demand, and market testing based on public perception over time.

BCBD holds one of the world's largest seed banks and has won over 40 awards over the past 14 years since becoming the first Canadian company in history to win as Top Strain at international competition, in 2004 with BC God Bud.

BCBD has held the inside cover of High Times Magazine for the past ten years and remains among the most recognized names in cannabis genetics and breeding.

"We at BC Bud Depot are extremely pleased to bring into AREV our decades of breeding expertise and an extensive catalogue of world-class cannabis genetic IP," stated Harvey. "This partnership allows us to accelerate breeding programs designed to improve existing strains and to release new cannabis strains likely to perform well in regulated markets both within Canada and, through licensed exports of genetic material, in legal jurisdictions worldwide."

Harvey continued, "We were impressed by AREV's approach to building a comprehensive cannabis platform anchored in world-class genetics. The class and character of the AREV team and its assets and vision combined with BCBD and the opportunity to grow and flourish with AREV through the strategic deployment of branded products and genetics research and development provided a perfect fit for our vision of bringing value to the regulated industry. AREV are uniquely positioned to make substantial contributions to the quality of cannabis legally available to Canadians."

Mike Withrow, Director of AREV states "This acquisition brings AREV into immediate revenue in legal jurisdictions. It also completes a very important part of the company's strategy to differentiate from cultivators while bringing them a secure source of revenue. This ensures that AREV will have consistent raw materials for ingredients that are extracted from the specific genetics grown for targeted areas of health and recreational experiences. These extracts will be used in the company's formula's for finished products and marketed in legal jurisdictions through out the world." He went on to say "we see this as a logical and viable approach to delivering safe efficacious products that work the same way every time. We now have one of the most in-depth breeding expertise and seed

banks in the world. We have scalable, ASME certified, multi platform extraction systems and an innovative line of formulated products. We believe this is much more attractive than being pegged to a cultivation only company."

Mike Withrow, further states "We consider these acquisitions to be far less dilutive to the shareholders with a much broader asset base and stronger business model than what we would have achieved with the issuance of 200 million fully diluted shares to an LP for an RTO." Mr. Withrow went on to say, "we have been busy assembling the best possible package for the shareholders while painting control of our company and minimizing the number of shares issued to put all of these key assets in one company while maintaining control and be on an accelerated path to obtaining a cultivation license and a dealer's license."

The Company has acquired, **DEUTSCHE MEDIZINAL CANNABIS UG**, ("DMC"), which becomes the Company's wholly owned German subsidiary. This purchase was strategic in that the procedure from the health ministry on granting production and distribution licenses for medical cannabis in Germany was halted by a court decision. As such, no licenses have been granted to any company in Germany, so far and the ministry will have to repeat the entire procedure for granting the licenses. At that time, DMC is one out of only 26 companies (of 118 that participated) which had been considered eligible by the ministry, at all. The acquisition is in consideration of an aggregate of \$18,000 euros paid to four vendors. Nils Rehmann, a director of the Company is one of the vendors and is considered to be a "related party" within the meaning of MI 61-101 Protection of Minority Security Holders in Special Transactions and such transaction is considered to be a "related party transaction" but is exempt from the valuation and minority shareholder approval requirements thereunder by virtue of the exemptions contained in sections 5.5(a) and 5.7(a) in that the fair market value of the consideration is less than 25% of the Company's market capitalization.

The company plans to utilize all of its extensive resources which include genetics, breeding, cultivation, extraction and a line of finished products including Bare Topicals and Cannamultion to build an integrated model that partners with LP's to grow its proprietary Genetics via off take agreements for extraction and conversion into proprietary ingredients to be used in its product formulations.

## Seek safe harbor and forward looking statements.

For further information, contact Mike Withrow, mike.withrow.vn@gmail.com.

On behalf of the Board,

Mike Withrow Chairman & Director

### **About AREV Nutrition Sciences Inc.**

AREV Nutrition Sciences Inc. ("AREV") produces and delivers functional ingredients from its world-class extraction systems. AREV is revolutionizing the current delivery method of coconut oil, whey protein and nutrients through emulsification. These premium ingredients and products are targeted for the natural health, medical, functional food, nutraceutical, sport nutrition and bioceutical markets. AREV is also working with Pharmacy and Dispensary operators with an innovative emulsified base formula to disperse Cannabis oil extracts from specific selected genetic Cannabis strains that address 5 areas of health including Anxiety, Pain Management, Insomnia, Central Nervous System Disorders & Libido.

NEITHER THE CANADIAN SECURITIES EXCHANGE NOR ITS REGULATIONS SERVICES PROVIDER HAVE REVIEWED OR ACCEPT RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE.

## FORWARD LOOKING INFORMATION

Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in policies of the CSE) accepts responsibility for the adequacy or accuracy of this release. This news release may include forward-looking statements that are subject to risks and uncertainties. All statements within, other than statements of historical fact, are to be considered forward looking. Although the Company

believes the expectations expressed in such forward looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include market prices, exploitation and exploration successes, continued availability of capital and financing, and general economic, market or business conditions. There can be no assurances that such statements will prove accurate and, therefore, readers are advised to rely on their own evaluation of such uncertainties. We do not assume any obligation to update any forward-looking statements except as required under the applicable laws. This press release contains forward-looking statements. The use of any of the words "anticipate", "continue", "estimate", "expect", "may", "will", "project", "should", "believe" and similar expressions are intended to identify forward-looking statements. 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 because the Company can give no assurance 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. These statements speak only as of the date of this press release. Actual results could differ materially from those currently anticipated due to a number of factors and risks various risk factors discussed in the Company's Management's Discussion and Analysis under the Company's profile on www.sedar.com.