

Empower Clinics Provides Update on Sale and Discontinuation of Cannabis Related Assets

Portland Clinic Scheduled to Close and Updated LOI Completed for Sale of Sun Valley Health

VANCOUVER BC: October 28th, 2021 – EMPOWER CLINICS INC. (CBDT: CSE) (8EC: Frankfurt) (EPWCF: OTCQB) ("Empower" or the "Company") an integrated healthcare company - serving patients through medical centers, telemedicine platforms, a medical device company and a high complexity medical diagnostics laboratory processing thousands of COVID-19 specimens – is providing an update on its efforts to divest from the Company's legacy cannabis assets. Empower remains committed to entirely focusing its corporate priorities and expenditures on its integrated healthcare business.

Negotiations continue with Andrea Klein and Dustin Klein (together the "Kleins") regarding the 100% sale of Sun Valley Certification Holdings, LLC and all subsidiaries thereof (together "Sun Valley"). The terms of the previously announced non-binding term sheet have been updated in the form of a new Letter of Intent ("LOI") to proceed to a definitive agreement within 30 days. Under the new terms, it is proposed that Sun Valley will be acquired in exchange for 1,000,000 shares of Empower and payment of the balance of prepaid rent for one of the clinic locations in Mesa, AZ.

Completion of the transaction is subject to customary closing conditions, including completion of due diligence, negotiation of definitive agreements and receipt of all necessary approvals. If such conditions are not satisfied it is possible that the proposed transaction will not be completed on the terms set forth herein or at all.

The Company is also moving to formally close its Portland clinic operations as of October 31st 2021. This closure and the formal sale of the cannabis related assets will enable the Company to robustly embrace its integrative healthcare business model through pharmacy partnerships, healthcare clinics, Kai Medical Laboratory, Kai Care testing and MediSure diabetic and medical device management solutions.

ABOUT EMPOWER:

Empower is an integrated healthcare company that provides body and mind wellness for patients through its clinics, with digital and telemedicine care, a medical device company and world-class medical diagnostics laboratories. Supported by an experienced leadership team, Empower is aggressively growing its clinical and digital presence across North America. Our Health & Wellness and Diagnostics & Technology business units are positioned to positively impact the integrated health of our patients, while simultaneously providing long term value for our shareholders.

ON BEHALF OF THE BOARD OF DIRECTORS:

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DISCLAIMER FOR FORWARD-LOOKING STATEMENTS

This news release contains certain "forward-looking statements" or "forward-looking information" (collectively "forward looking statements") within the meaning of applicable Canadian securities laws. All statements, other than statements of historical fact, are forward-looking statements and are based on expectations, estimates and projections as at the date of this news release. Forward-looking statements can frequently be identified by words such as "plans", "continues", "expects", "projects", "intends", "believes", "anticipates", "estimates", "may", "will", "potential", "proposed" and other similar words, or information that certain events or conditions "may" or "will" occur. Forward-looking statements in this news release include, but are not limited to, statements regarding: the expected benefits to the Company and its shareholders as a result of the sale of Sun Valley; that the sale will be completed on the outlined terms if at all. Such statements are only projections, are based on assumptions known to management at this time, and are subject to risks and uncertainties that may cause actual results, performance or developments to differ materially from those contained in the forward-looking statements, including: that the Company's products may not work as expected; that the Company may not be able to expand COVID-19 testing; that legislative changes may have an adverse effect on the Company's business and product development; that the Company may not be able to obtain adequate financing to pursue its business plan; that general business, economic, competitive, political and social uncertainties; failure to obtain any necessary approvals in connection with the proposed transaction; and other factors beyond the Company's control. No assurance can be given that any of the events anticipated by the forward-looking statements will occur or, if they do occur, what benefits the Company will obtain from them. Readers are cautioned not to place undue reliance on the forward-looking statements in this release, which are qualified in their entirety by these cautionary statements. The Company is under no obligation, and expressly disclaims any intention or obligation, to update or revise any forward-looking statements in this release, whether as a result of new information, future events or otherwise, except as expressly required by applicable laws.

