

### **Nutritional High International Inc.**

77 King Street West, Suite 2905 Toronto, ON M5K 1H1

September 5, 2018

# NUTRITIONAL HIGH PROVIDES SUPPLEMENTAL AND MODIFIED DISCLOSURE IN AMENDED MANAGEMENT DISCUSSION AND ANALYSIS

#### FOR IMMEDIATE RELEASE

**Toronto, Ontario** – Nutritional High International Inc. (the "**Company**" or "**Nutritional High**") (**CSE: EAT, OTCQB: SPLIF, FRANKFURT: 2NU**) would like to announce that it has filed a revised and restated Management's Discussion and Analysis ("**Revised MD&A**") as at, and for, the three and nine-month periods ended April 30<sup>th</sup>, 2018.

The Revised MD&A supersedes the previous MD&A for the same period (the "Original MD&A").

The Ontario Securities Commission (the "OSC"), in connection with a staff review of the Company's filings requested the below revisions to the Original MD&A.

The Revised MD&A provides additional disclosures related to the Company's operations in the United States cannabis industry and provides further guidance on the regulatory regimes of each of the Company's respective states of operation. These additional disclosures were included to conform to the guidance provided in CSA Staff Notice 51-352 (Revised) – Issuers with U.S. Marijuana-Related Activities (the "Staff Notice").

The Revised MD&A includes enhanced disclosure regarding each of the Company's material assets and investments in the United States, including describing whether each asset or investment constitutes "direct", "indirect" or "ancillary" involvement in the United States marijuana industry (as such concepts are defined in the Staff Notice). The Revised MD&A also includes disclosures regarding the regulatory framework in each United States jurisdiction in which the Company operates, as well as disclosures regarding its compliance with applicable laws and regulatory requirements in such jurisdictions. The Revised MD&A includes a description of the Company's systems for monitoring compliance with applicable laws and the regulatory requirements in each applicable United States jurisdiction. The Company, in this disclosure, has expanded the risk factor disclosure relating to the Company's involvement in the United States cannabis industry.

The Revised MD&A also includes updates and clarifications regarding the Company's Financial Statements for the nine months ended April 30<sup>th</sup>, 2018.

Other than as expressly set forth above, the Revised MD&A does not reflect any events that occurred after the date of the filing of the Original MD&A.

The Revised MD&A was filed simultaneously with this press release on SEDAR at www.sedar.com.

## **About Nutritional High International Inc.**

Nutritional High is focused on developing, manufacturing and distributing products under recognized brands in the cannabis products industry, with a specific focus on edibles and oil extracts for medical and adult recreational use. The Company works exclusively through licensed facilities in jurisdictions where such activity is permitted and regulated by state law.

The Company follows a vertically integrated model with a fully developed strategy for acquisitions in extraction, production, sales, and distribution sectors of the cannabis industry. Nutritional High has brought its flagship FLÏ<sup>TM</sup> edibles and extracts product line from production to market in California through its wholly owned distributor Calyx Brands Inc., and Colorado where its products are manufactured by a licensed producer. The Company also owns a 50% interest in The Clinic Effingham (an Illinois dispensary), and is entering the Nevada, Washington State, Oregon and Canadian markets in the near future.

For updates on the Company's activities and highlights of the Company's press releases and other media coverage, please follow Nutritional High on <u>Facebook</u>, <u>Twitter</u>, <u>Instagram</u> and <u>Google+</u> or visit <u>www.nutritionalhigh.com</u>.

#### For further information, please contact:

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This news release may contain forward-looking statements and information based on current expectations. These statements should not be read as guarantees of future performance or results. Such statements involve known and unknown risks, uncertainties and other factors that may cause actual results, performance or achievements to be materially different from those implied by such statements. The statements relate to potential market expansion and the use of the proceeds of the Offering. Risks that may have an impact on the ability for these events to be achieved include completion of due diligence, negotiation of definitive agreements and receipt of applicable approvals. Although such statements are based on management's reasonable assumptions, there can be no assurance that such assumptions will prove to be correct. We assume no responsibility to update or revise them to reflect new events or circumstances.

The Company's securities have not been registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), or applicable state securities laws, and may not be offered or sold to, or for the account or benefit of, persons in the United States or "U.S. Persons", as such

term is defined in Regulation S under the U.S. Securities Act, absent registration or an applicable exemption from such registration requirements. This press release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in the United States or any jurisdiction in which such offer, solicitation or sale would be unlawful.

Additionally, there are known and unknown risk factors which could cause the Company's actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking information contained herein. All forward-looking information herein is qualified in its entirety by this cautionary statement, and the Company disclaims any obligation to revise or update any such forward-looking information or to publicly announce the result of any revisions to any of the forward-looking information contained herein to reflect future results, events or developments, except as required by law. Some of the risks and other factors that could cause actual results to differ materially from those expressed in forward-looking information expressed in this press release include, but are not limited to: obtaining and maintaining regulatory approvals including acquiring and renewing U.S. state, local or other licenses, the uncertainty of existing protection from U.S. federal or other prosecution, regulatory or political change such as changes in applicable laws and regulations, including U.S. state-law legalization, market and general economic conditions of the cannabis sector or otherwise.