

Benchmark Botanics Enters Agreement to Acquire Additional Interest in 1139000 B.C. Ltd.

Vancouver, British Columbia--(Newsfile Corp. - August 11, 2020) - **Benchmark Botanics, Inc.** ("**Benchmark**" or the "**Company**") (CSE: **BBT**).

Benchmark is pleased to announce that it has entered into a share exchange agreement (the "**Agreement**") with shareholders of 1139000 B.C. Ltd. ("**1139**") for the acquisition of 5,199,000 Common shares of 1139 from shareholders. Benchmark currently owns 5,000,000 Common shares of 1139 and after completion of the transactions contemplated under the Agreement, Benchmark will own 10,199,000 Common shares, which will represent 51% of issued and outstanding share capital of 1139.

Under the Agreement, Benchmark will issue to the shareholders of 1139 an aggregate of 26,999,956 Benchmark common shares (the "**Purchase Price**") in exchange for their 5,199,000 Common shares of 1139. The transactions contemplated under the Agreement are arm's-length transactions. Closing of the transactions is scheduled for August 15, 2020 but is subject to compliance with the requirements of the Canadian Securities Exchange and applicable securities laws.

In August of 2018, 1139 acquired a four-acre greenhouse facility with assistance from Benchmark to develop the facility into a licensed medical cannabis cultivation operation in Pitt Meadows, BC.

About Benchmark Botanics Inc.

Benchmark is a diversified multi-licensed cannabis producer focused on a three-way vertical business model targeting the medical, pharmaceutical and recreational markets in Canada. The Company's business plan also includes a strategy to become a Canadian licensed producer to pioneer selling medical cannabis and hemp throughout Asia, in countries where it is legal to do so.

Benchmark is focused on producing the highest-quality, indoor-grown cannabis for patients and adult recreational consumers, as well as developing international business partnerships to extend the Company's global footprint.

Benchmark's 100% owned subsidiary, Potanicals Green Growers Inc. ("Potanicals") is a Health Canada licensed producer under the Cannabis Act and its regulations. The Company is producing at its indoor Peachland, BC Cannabis Complex and is constructing a Phase II expansion of an additional 10,000 square foot extraction facility there. Along with cultivation and production, the company's Peachland BC facility also provides propagation, cultivation, cloning, storage, research and development, genetic improvements and is progressing towards CBD oil extraction and an EU-GMP certification.

As part of its expansion strategy, the company and a joint venture partner completed a second facility, a 4-acre Greenhouse Operation in Pitt Meadows, BC. The Company, through Potanicals, has received its second cultivation license, effective November 29, 2019, from Health Canada for the Pitt Meadow greenhouse.

For further information, please visit the Company's website at www.benchmarkbotanics.com or the Company's profile at www.sedar.com.

If you would like to be added to Benchmark's news distribution list, please sign up at Investor Relations info@bbtinc.ca

ON BEHALF OF THE BOARD OF
BENCHMARK BOTANICS INC.

/s/ "William Ying"
William Ying
Chief Executive Officer

Tel: 604-238-0005

www.benchmarkbotanics.com

The CSE has not reviewed and does not accept responsibility for the adequacy or accuracy of the content of this release.

FORWARD LOOKING INFORMATION

This news release contains forward-looking statements and forward-looking information within the meaning of applicable securities laws. These statements relate to future events or future performance. All statements other than statements of historical fact may be forward-looking statements or information. More particularly and without limitation, the news release contains forward-looking statements and information relating to Company's corporate strategy. The forward-looking statements and information are based on certain key expectations and assumptions made by management of the Company, including, without limitation, the Company's ability to carry out its business plan. Although management of the Company believes that the expectations and assumptions on which such forward-looking statements and information are based are reasonable, undue reliance should not be placed on the forward-looking statements and information since no assurance can be given that they will prove to be correct.

Forward-looking statements and information are provided for the purpose of providing information about the current expectations and plans of management of the Company relating to the future. Readers are cautioned that reliance on such statements and information may not be appropriate for other purposes, such as making investment decisions. Since forward-looking statements and information address future events and conditions, by their very nature they involve risks and uncertainties. Actual results could differ materially from those currently anticipated due to several factors and risks. These include, but are not limited to, the Company's ability to identify and complete additional suitable acquisitions to further the Company's growth as well as risks associated with the medical marijuana industry in general, such as operational risks in development and production delays or changes in plans with respect to development projects or capital expenditures; the uncertainty of the capital markets; the uncertainty of receiving the required licenses, production, costs and expenses; health, safety and environmental risks; marketing and transportation; loss of markets; environmental risks; competition; incorrect assessment of the value of the potential market; ability to access sufficient capital from internal and external sources; failure to obtain required regulatory and other approvals and changes in legislation, including but not limited to tax laws and regulated regulations. Accordingly, readers should not place undue reliance on the forward-looking statements, timelines and information contained in this news release. Readers are cautioned that the foregoing list of factors is not exhaustive.

The forward-looking statements and information contained in this news release are made as of the date hereof and no undertaking is given to update publicly or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws or the Canadian Securities Exchange. The forward-looking statements or information contained in this news release are expressly qualified by this cautionary statement.



BENCHMARK
BOTANICS INC.

To view the source version of this press release, please visit
<https://www.newsfilecorp.com/release/61500>