

XS Financial Announces 11th Drawdown By Ayr Wellness

Additional equipment financed to support the large multi-state cannabis operator's continued nationwide growth

LOS ANGELES, CA, April 5, 2021 – XS Financial Inc. ("XS Financial", "XSF" or the "Company") (CSE: XSF) (OTCQB: XSHLF), an equipment finance and leasing company serving cannabis and hemp companies in the United States, announced today that the Company has recently advanced approximately \$936,000 to Ayr Wellness ("Ayr") (CSE: AYR.A) (OTCQX: AYRWF) for equipment to be deployed in Massachusetts. This represents the 11th drawdown by Ayr Wellness, now totaling approximately \$3 million, on the previous approval for an equipment lease facility of up to \$5 million, as announced on November 2, 2020. All amounts are in U.S. dollars.

David Kivitz, CEO of XS Financial commented: "Our ability to deploy scalable equipment financing to multiple jurisdictions allows us to grow with large multi-state operators like Ayr Wellness. As previously announced, Ayr had drawn for equipment being deployed in Nevada, Pennsylvania, and Massachusetts. While we were not able to name them back in November due to confidentiality, Ayr Wellness is a great fit for us strategically, and we are pleased to support them in their new growth markets".

Brad Asher, CFO of Ayr Strategies commented: "The XS team has done an outstanding job simplifying the process to acquire state-of-the-art equipment across our markets, allowing us to continue producing the highest quality products for our customers. Importantly, the flexibility of the attractive rates and pre-approved equipment lease facility from XS Financial provides us with on-demand, non-dilutive financing that we can draw on as needed with no commitments or fees associated with unused availability. We look forward to working with XS for our future equipment needs as we continue to expand our footprint.."

About Ayr Wellness

Ayr is an expanding vertically integrated, U.S. multi-state cannabis operator focused on delivering the highest quality cannabis products and customer experience throughout its footprint. Based on the belief that everything starts with the quality of the plant, the Company is focused on superior cultivation to grow superior branded cannabis products. Ayr strives to enrich consumers' experience every day through the wellness and wonder of cannabis.

Ayr's leadership team brings proven expertise in growing successful businesses through disciplined operational and financial management, and is committed to driving positive impact for customers, employees and the communities they touch. For more information, please visit www.ayrwellness.com.

About XS Financial

XS Financial provides the U.S. cannabis industry access to competitively-priced, non-dilutive CAPEX financing solutions. Founded in 2017, the Company specializes in providing financing for equipment and other qualified capital expenditures to growing cannabis companies, including cultivators, processors, manufacturers and testing laboratories. In addition, XSF has partnered with over 150 original equipment manufacturers (OEM) through its network of Preferred Vendor partnerships. This powerful dynamic provides an end-to-end solution for customers, resulting in recurring revenues, strong profit margins, and a proven business model for XSF stakeholders. The Company's subordinate voting shares are traded on the Canadian Securities Exchange under the symbol "XSF" and in the United States on the OTCQB under the symbol "XSHLF." For more information, visit: www.xsfinancial.com.

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Forward-Looking Information

This press release contains "forward-looking information" and may also contain statements that may constitute "forward-looking statements", collectively "forward-looking information", within the meaning of applicable Canadian securities legislation. Such forward-looking information is not representative of historical facts or information or current condition, but instead represent the beliefs and expectations regarding future events about the business and the industry and markets in which XS Financial operates, as well as plans or objectives of management, many of which, by their nature, are inherently uncertain. Generally, such forward-looking information can be identified by the use of terminology such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or may contain statements that certain actions, events or results "may", "could", "would", "might" or "will be taken", "will continue", "will occur" or "will be achieved". Forward-looking information contained herein may include but is not limited to, any additional leasing opportunities and the ability to capitalize on such and the timing thereof. Forward-looking information is not a guarantee of future performance and involve risks, uncertainties and assumptions which are difficult to predict. Accordingly, readers should not place undue reliance on forward-looking information, which are qualified in their entirety by this cautionary statement. XS Financial Inc., does not undertake any obligation to release publicly any revisions for updating any voluntary forward-looking information, except as required by applicable securities law.

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