

MOJAVE BRANDS INC.

For Immediate Release

December 6, 2023
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MOJAVE BRANDS INC. ANNOUNCES PRIVATE PLACEMENT OF \$0.07 UNITS

THIS NEWS RELEASE IS NOT FOR DISTRIBUTION TO U.S. NEWSWIRES OR DISSEMINATION IN THE UNITED STATES

VANCOUVER, B.C., December 6, 2023 – Mojave Brands Inc. (CSE: MOJO) (OTCQB: HHPHF) (FSE: OHCN) (“**Mojave**” or the “**Company**”) is pleased to announce a non-brokered private placement of up to 12,650,000 units of the Company (each, a “**Unit**”) at a price of \$0.07 per Unit, for gross proceeds of up to \$885,500 (the “**Offering**”). Each Unit consists of one (1) common share in the capital of the Company (each, a “**Common Share**”) and one-half of one (1) Common Share purchase warrant (each whole warrant, a “**Warrant**”). Each Warrant will entitle the holder thereof to acquire an additional Common Share (each, a “**Warrant Share**”) at an exercise price of \$0.11 per Warrant Share for a period of 24 months from the date of issuance.

The Company intends to use the net proceeds of the Offering for general working capital purposes. All securities issued in connection with the Offering are subject to a statutory hold period of four (4) months and one (1) day from the date of issuance, in accordance with applicable securities legislation. The Company does not intend on paying finder’s fees in connection with the Offering.

Prior to closing of the Offering, the Company intends on obtaining the requisite consent from the majority of its shareholders via written resolution, approving the Offering, in satisfaction of Section 4.6(2) of Canadian Securities Exchange (“**CSE**”) Policy 4 – *Corporate Governance, Security Holder Approvals and Miscellaneous Provisions*. The Company intends on closing the Offering on December 15, 2023, but notes that closing remains subject to obtaining the requisite shareholder consent and CSE approval.

The securities issued pursuant to the Offering have not, nor will they be registered under the United States Securities Act of 1933, as amended, and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons in the absence of U.S. registration or an applicable exemption from the U.S. registration requirements. This news 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 in any other jurisdiction in which such offer, solicitation or sale would be unlawful.

ON BEHALF OF THE BOARD OF DIRECTORS

“Robert Dubeau”

Robert Dubeau
Director

For more information about Mojave, please contact:

info@mojavejane.com

This news release contains "forward-looking statements" within the meaning of applicable securities laws. Forward-looking statements can be identified by words such as: “anticipate”, “intend”, “plan”, “believe”, “estimate”, “expect”, “strategy”, “future”, “likely”, “may”, “to be”, “could”, “would”, “should”, “will” and similar references to future periods or the negative or comparable terminology, as well as terms usually used in the future and conditional. Example of forward-looking statements in this news release, without limitation, include the closing of the Offering, the issuance of the Units, the approval of the shareholders of the Offering and the approval of the

CSE of the Offering. These forward-looking statements are based on assumptions as of the date they are provided, including the approval of the CSE being obtained, as necessary. However, there can be no assurance that such assumptions will reflect the actual outcome of such items or factors.

Additionally, forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the Company's actual results, level of activity, performance, or achievements to be materially different from those expressed or implied by such forward looking information. Therefore, you should not rely on any of these forward-looking statements. Important risk factors that could cause actual results and financial conditions to differ materially from those indicated in the forward-looking statements, include the following: that the approval of the CSE, as needed, may not be obtained, that the Acquisitions may not occur when anticipated, market and business conditions in Canada, market volatility, unforeseen delays in timelines for any of the transactions or events described in this news release, the risk of regulatory changes that may impact the business of the Company, failure of management to execute their respective business strategies. All forward looking information in this news release is qualified in its entirety by this cautionary statement.

Neither the Canadian Securities Exchange nor its Regulation Services Provider accept responsibility for the adequacy or accuracy of this news release.