



With a Strategic Investment by Aleafia Health, Aura Health Announces Increase to Previously Announced Brokered Subscription Receipt Financing to \$7.26 Million

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TORONTO, Feb. 21, 2019 -- Aura Health Inc. (the "**Company**" or "**Aura**") (**CSE:BUZZ**) is pleased to announce that, due to investor demand, the Company has increased the size of its previously announced private placement subscription receipt offering (the "**Offering**") to a maximum of \$7,260,000 and will be conducted on an agency basis for the issuance of up to 33,000,000 subscription receipts of Aura (each, a "**Subscription Receipt**" and collectively, the "**Subscription Receipts**") at a price of \$0.22 per Subscription Receipt (the "**Issue Price**"). The Offering is being led by Mackie Research Capital Corporation (the "**Lead Agent**"), as lead agent and sole book runner, along with Haywood Securities Inc., PI Financial Corp., and Foundation Markets Inc. (together with the Lead Agent, the "**Agents**"). The Offering is being completed in connection with the proposed acquisition of an 80% equity interest in Pharmadrug Production GmbH (the "**Acquisition**"), previously announced in a press release dated January 25, 2019.

In conjunction with the Offering, Aura is pleased to announce that Aleafia Health Inc. ("**Aleafia**"), a vertically integrated, global cannabis company, will participate in the Offering as a key strategic investor and will be subscribing for 10,545,454 Subscription Receipts for an aggregate investment in the Company of \$2.32 million, payable by the issuance to the Company of 1,000,000 Aleafia common shares at a deemed price of \$2.32 per Aleafia share based on the 20-day volume weighted average price of Aleafia common shares.

The net cash proceeds of the Offering will be placed in escrow with an escrow agent on behalf of the purchasers of the Subscription Receipts and will be released to Aura upon satisfaction of certain escrow release conditions (the "**Conditions**"), which will include the completion of the Acquisition on or before 5:00 p.m. (Toronto time) on March 29, 2019 (the "**Termination Time**"). Should the Conditions not be satisfied prior to the Termination Time, the Subscription Receipts will be cancelled and all proceeds from the Offering will be returned to the subscribers. Notwithstanding the foregoing, upon closing of the first tranche of the Offering, up to \$2,400,000 will be released from escrow to be used for payments associated with the Acquisition, which amount will be reimbursed in full by the Company to the purchasers of the Subscription Receipts in the event the Conditions are not satisfied.

Each Subscription Receipt will entitle the holder thereof to receive, without any further action on the part of the holder or payment of any additional consideration, upon satisfaction of the Conditions prior to the Termination Time, one unit of Aura (each, a "**Unit**") consisting of one common share in the capital of the Company (each, a "**Common Share**") and one-half of one common share purchase warrant (each whole common share purchase warrant, a "**Warrant**"), with each Warrant exercisable at a price of \$0.28, into one Common Share for a period of 24 months from the date of satisfaction of the Conditions.

The Lead Agent will have an option (the "**Agent's Option**") to offer for sale up to an additional 15% of the number of Subscription Receipts sold in the Offering at the Issue Price, which Agent's Option is exercisable, in whole or in part, at any time up to 48 hours prior to the closing of the final tranche of the Offering.

In connection with the Offering, the Agents will be paid a cash commission equal to 7% of the gross proceeds of the Offering (including, pursuant to any exercise of the Agent's Option and including the Subscription Receipts issued to Aleafia) (the "**Cash Fee**"), which at the option of the Agents, may be paid by way of issuance of Common Shares at the Issue Price. Upon closing, the Agents will also receive compensation options (each, a "**Compensation Option**") in a number equal to 7% of the number of Subscription Receipts sold under the Offering (including, pursuant to any exercise of the Agent's Option and including Subscription Receipts issued to Aleafia), with each Compensation Option being exercisable to purchase Subscription Receipts, or Common Shares and Warrants (if the Subscription Receipts have converted into Units as of the time of exercise of the Compensation Options), at the Issue Price for a period of 24 months from the closing date of the first tranche of the Offering.

The Offering may be closed in one or more tranches. The closing of the first tranche of the Offering is expected to occur during the week of February 25, 2019 and is subject to receipt of all necessary regulatory approvals, including the approval of the Canadian Securities Exchange. All securities issued pursuant to the Offering will be subject to a four month and one day hold period, from the day of closing of the tranche, in accordance with applicable Canadian securities laws.

About Aura Health Inc.

Aura Health is building an international network of vertically integrated cannabis assets. Through an established product line of cannabis-infused edible products and oil extracts, Aura is dedicated to building a high margin downstream business in the medical marijuana sector. The Company holds convertible debt that converts to 54% equity of HolyCanna, a cultivation and nursery license holder in Israel. Aura also has two LOIs in place to acquire Pharmadrug, a German medical cannabis and pharmaceutical distributor, as well as CananbiSendak, the builder of a network of high-profile dispensaries in Israel. The Company also owns a 30% interest in four medical marijuana clinics in the U.S. Sun Belt.

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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.

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