



**A LIFESTYLE BRANDING COMPANY**  
**CSE: LRDS | OTCQB: LRDSF | FSE: 4XM**

## **For Immediate Release**

### **LORDS & COMPANY WORLDWIDE HOLDINGS INC. TO ACQUIRE LORDS OF GASTOWN MOTORCYCLE COMPANY**

**Vancouver, B.C. February 7th, 2023 – Lords & Company Worldwide Holdings Inc. (“LRDS”, “Lords” or the “Company”) (CSE: LRDS) (OTCQB: LRDSF) (FSE: 4XM)** is pleased to announce that, further to its November 25, 2021 announcement of the signing of a letter of intent with LGMC Gastown Motorcycle Company Inc. (“LOGT”) and after a long due diligence period, it has signed an arm’s length Share Purchase Agreement dated February 6<sup>th</sup>, 2023 (the “**Agreement**”) with PNW Apparel Inc. (“PNW”), a private British Columbia company and the parent company of LOGT, and the shareholders of PNW (the “**Vendors**”), pursuant to which LRDS will acquire all of the issued and outstanding shares of PNW (“**PNW Shares**”). As consideration for the PNW Shares, LRDS will issue an aggregate of 22 million common shares of LRDS, at a deemed price of \$0.05 per share which will be distributed pro rata to the Vendors. No new insiders of LRDS are expected to be created because of the acquisition of PNW (the “**Transaction**”) and the Transaction is not anticipated to cause a change of control of Lords (as defined in the rules and policies of the Canadian Securities Exchange (the “**CSE**”). LRDS has also agreed to repay outstanding shareholder loans in PNW of an aggregate of \$225,000 within 180 days of closing.

No finder’s fees are payable in connection with the Transaction, but the Company will issue 440,000 common shares to Amalfi Corporate Services Ltd. in consideration for administrative services to be provided to facilitate the Transaction, in accordance with the terms of a corporate administration and financial services agreement dated February 1, 2022. The Transaction is not expected to require the approval of the Company’s shareholders. The Company obtained an independent valuation of LOGT which ascribes a fair market value to LOGT, as of August 31, 2022, of between \$1.7 million and \$1.95 million.

The Transaction is subject to a number of terms and conditions, including, but not limited to, the approval of the CSE, if required. It is anticipated that the Transaction would complete within five business days.

Chris Farnworth, CEO said, “We are very pleased to have this addition to our Lords brands of products. Lords e-Commerce is a rapidly growing organization focused on aggressive expansion in the branded apparel, CBD infused health and wellness product markets. With the addition of the “Lords of Gastown” branded apparel, Lords will now be able to caters to lifestyle, sporting, and motorcycle consumers. Lords operates through both physical retail locations and an online



**A LIFESTYLE BRANDING COMPANY**  
**CSE: LRDS | OTCQB: LRDSF | FSE: 4XM**

webstore, as well as through wholesaling. The Company aims to increase its reach into more products and markets in the future.”

“Lords of Gastown was established in 2011 in Vancouver, Canada by Founder and Creative Director Tyler Hazelwood, born from the motorcycle culture of the Pacific Northwest. The Lords of Gastown brand emphasizes function over fashion, and all products have been rider-tested on over 100,000 miles of highway throughout North and South America. The premium Lords Originals line of riding gear and clothing is 100% designed, built, and hand-sewn by the Lords skilled team. All other products are designed by Lords in Canada and made in Canada, the USA, or Nicaragua.”

### **About Lords**

Lords brand develops, produces, markets lifestyle apparel and CBD infused wellness and natural health products through our eCommerce platform to B2B and B2C consumers in North America, South America and Europe utilizing its proprietary platform. Strong partnerships with fulfilment centres in Canada, US and Nicaragua allows Lords to increase its strong footprint in apparel, hemp and health & wellness product markets. Strategically positioned to capitalize on high-growth sectors of an engaged and loyal following with trusted brands.

### **ON BEHALF OF LORDS & COMPANY WORLDWIDE HOLDINGS INC.**

(signed) *“Chris Farnworth”*

Chief Executive Officer

### **For further information, please contact:**

Lords & Company Worldwide Holdings Inc.

<https://lordsholdings.com/>

Certain statements included in this press release constitute forward-looking information or statements (collectively, “forward-looking statements”), including those identified by the expressions “anticipate”, “believe”, “plan”, “estimate”, “expect”, “intend”, “may”, “should” and similar expressions to the extent they relate to the Company or its management. The forward-looking statements are not historical facts but reflect current expectations regarding future results or events. This press release contains forward looking statements. These forward-looking statements are based on current expectations and various estimates, factors and assumptions and involve known and unknown risks, uncertainties, and other factors.

Statements about the Company’s future branded lifestyle apparel are all forward-looking information.

Forward-looking statements are not guarantees of future performance and involve risks, uncertainties and assumptions which are difficult to predict. Factors that could cause the actual results to differ materially from those in forward-looking statements include failure to obtain a Cannabis Act license in a timely manner or at all, the continued availability of capital and financing, and general economic, market or business conditions, including the effects of COVID-19. Forward-looking statements contained in this press release are expressly qualified by this cautionary statement. 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

The logo for Lords & Company features the word "Lords" in a large, elegant, black cursive script. A small registered trademark symbol (®) is positioned at the bottom right of the word.

**& COMPANY**

WORLDWIDE HOLDINGS INC

***A LIFESTYLE BRANDING COMPANY***  
***CSE: LRDS | OTCQB: LRDSF | FSE: 4XM***

results, performance, or achievements to be materially different from those implied by such statements. Although such statements are based on management's reasonable assumptions, there can be no assurance that the statements will prove to be accurate or that management's expectations or estimates of future developments, circumstances or results will materialize. The Company assumes no responsibility to update or revise forward-looking information to reflect new events or circumstances unless required by law. Readers should not place undue reliance on the Company's forward-looking statements.

Neither the CSE nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.