



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

For Immediate Release

May 4, 2023

LORDS & COMPANY WORLDWIDE HOLDINGS INC. PROVIDES MARKET ACTIVITY UPDATE

Lords & Company Worldwide Holdings Inc. (**CSE: LRDS | OTCQB: LRDSF | FSE: 4XM**) ("**Lords**" or the "**Company**"), wishes to make the following statements regarding certain market activity surrounding the Company's common shares.

On April 26, 2023, the Company was notified by the OTC Markets about certain promotional activities in relation to the Company's common shares, including certain promotional newsletter emails dated April 25 and April 26, 2023 (the "Promotional Materials") distributed by The Wolf of Penny Stocks ("Wolf") and Make Penny Stocks Great Again ("PSG"). The Company was not aware of the Promotional Materials prior to receiving copies from OTC Markets and is unaware of the full nature of the promotional activity or the responsible parties, provided that the Company is now aware that a firm it engaged to provide digital marketing services, SmallCap Communications Inc. (SCC), had engaged H&N Consulting ("H&N") to assist with its campaigns. The Promotional Materials acknowledge receipt of payment from H&N. The Company is not aware of the ownership and control of H&N, Wolf or PSG nor has it directly engaged or worked with H&N, Wolf, or PSG.

As announced in a press release dated April 4, 2023, the Company engaged SCC to provide digital marketing services related to the Company's products and brand for an initial three-month period commencing on April 4, 2023. As consideration for the services, the Company agreed to pay SCC: (i) an initial fee of USD\$ 50,000 upon execution of the Agreement (paid); and (ii) three (3) instalments of USD\$ 50,000 to be paid over a ninety (90) days period after the commencement of the services, of which USD\$55,000 plus GST remains outstanding.

The Company is advised that SCC sub-contracted H&N to assist with web development, copywriting, content development, media buying and campaign reporting. The Company through SCC reviewed and approved two pieces of content developed by H&N, which did not include the Promotional Materials, but H&N provided no other materials to SCC or the Company for review, editing or approval. The Company is advised that H&N sub-contracted with Link Media and Virtus Media for media buying, email marketing, social media marketing and general awareness. Neither the Company nor SCC reviewed, received, approved, or created any of the work produced by Link Media and Virtus Media, and has no connection to them.

In the same April 4, 2023, news release, the Company announced the engagement of Kiss-Agency to also perform content and web development; media distribution; campaign reporting and optimization; and lead customer generation B2C/B2B and management. Subsequent thereto, on April 12, 2023, the Company announced the termination of its agreement with Kiss-Agency and the return of all fees paid thereunder, less a \$16,000 set up fee. Kiss-Agency no longer provides any services to the Company.



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On March 2, 2023, the Company announced the engagement of Lakefront Enterprises Inc. ("Lakefront") to provide digital marketing services for a period of 12 months for aggregate consideration of \$67,000 during the term.

Other than SCC, Lakefront and Kiss-Agency, the Company has engaged no other third-party providers for marketing activities in the last 12 months. The Company does not currently have any engagements with an investor relations or market making service providers.

Neither the Company nor to the knowledge of the Company, the Third-Party Providers, had notice of or editorial control over the content of the Promotional Materials prior to their dissemination.

After inquiry, the Company confirms that its officers, directors, or its controlling shareholders (i.e., shareholders owning 10% or more of the Company's securities) have not, directly, or indirectly, authorized or been involved in any way with the creation or distribution of the Promotional Materials.

The Company acknowledges that the distribution of the Promotional Materials coincided with higher-than-average trading volume in the Company's common stock, however, the Company has no knowledge or opinion as to whether or not the materials themselves affected trading activity. Many other factors, including but not limited to recently issued press releases, could have had an impact on trading volume and price. On March 31, 2023, the Company announced the launch of its Spring-Summer 2023 Lords of Gastown apparel collection. On April 5, 2023, the Company announced the launch of seven new product lines and 18 new SKUs with GVB Biopharma on its e-commerce platform expanding its offerings in the CBD and wellness arena. On April 26, 2023, the Company provided an update on the progress of its audited financial statements for the year ended November 30, 2022, as required by National Policy 12-203, and reiterated its intent to file such materials before May 29, 2023.

The Company recognizes that the statements made by the unrelated third parties in the Promotional Materials may be deemed to have encouraged investors to purchase common stock of the Company in the open market. While the Promotional Statements contain no factual inaccuracies or any material non-public information, none of the materials were reviewed or approved by the Company or its third-party service providers, and any opinions expressed by the authors are theirs alone as the Company had no notice or right of editorial control over the content. The statements made in the Promotional Materials regarding the market outlook for the Company's products, and the potential performance of the Company's Common Shares are forward-looking and speculative in nature. As such, these forward-looking statements are subject to a variety of known and unknown risks, uncertainties and other factors that could cause actual events or results to differ from those expressed or implied, including: (i) the risks that the Company's product development activities may be impacted by delays including supply chain interruptions and delays associated with the impact of the COVID 19 pandemic; (ii) that the Company may not raise enough money to fund its business plans; (iv) commodity price fluctuations; (v) political or economic instability and regulatory changes; (vi) currency fluctuations; (vii) the state of the capital markets; and (viii) other risks and uncertainties identified under the heading "Risk Factors" in the Company's continuous disclosure documents filed on the System for Electronic Document Analysis and Retrieval ("SEDAR") at www.sedar.com.



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The Company disclaims any potentially exaggerated statements in the Promotional Materials, and readers of the materials should not place undue reliance on the Promotional Materials. The Company does not condone the use of sensational language to describe the Company's business prospects or any statements made regarding the urgency of investing in the Company's common stock, or any other similar statements. The Company further notes that investing in the Company's securities involves certain risks and uncertainties that investors should review prior to making any investment decision. The Company encourages all investors to rely on its continuous disclosure filings accessible on SEDAR.

Trades by Insiders

Upon inquiry of management, directors, control persons and third-party service providers, to the Company's knowledge, based upon filings made with the SEDI and other information available to the Company, during the past 90 days, no such persons executed any purchase or sales transactions of the Company's securities, except as follows:

- On April 12, 2023, the Company granted an aggregate of 4,350,000 stock options with an exercise price of \$0.11 per share for a period of two years of which 1,500,000 options were granted to directors and officers
- On February 14, 2023, the Company issued an aggregate of 440,000 common shares, at a deemed price of \$0.05 per share to Amalfi Corporate Services Ltd., a company controlled by Geoff Balderson, Chief Financial Officer of the Company, for administrative services in connection with the Company's acquisition of PNW Apparel Inc. (see February 14, 2023, news release).

Issuances of Securities

Within the last 12 months, the Company has issued the shares at prices constituting a discount to the current market rate at the time of the issuance as follows:

- (a) On May 20, 2022, the Company completed a third tranche of a non-brokered private placement issuing 3,711,916 units at a price of \$0.083 per unit for gross proceeds of \$308,089.10. Each unit consisted of one common share and one warrant, each warrant being exercisable at a price of \$0.20 per share for a period of 24 months subject to certain accelerated expiry provisions. The Company also issued 37,119 shares at a deemed value of \$0.083 per share to Amalfi Corporate Services Ltd. for administrative services.
- (b) On June 1, 2022, the Company completed a fourth tranche of the same private placement using an aggregate of 1,808,000 units at a price of \$0.083 per unit for gross proceeds of \$150,064.00, on the same terms as noted above. The Company also paid finder's fees of \$12,005.12 in cash and issued 144,640 compensation warrants on the same terms as the warrants issued in the placement.
- (c) On August 15, 2022, the Company settled \$108,169.24 in outstanding debt through the issuance of 1,201,881 common shares at a price of \$0.09 per share.
- (d) On February 14, 2023, the Company completed the acquisition of PNW Apparel Inc., the parent company of Lords of Gastown Motorcycle Company Inc., issuing an aggregate of 22,000,000 common



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shares at a deemed price of \$0.05 per share to the former shareholders of PNW, as well as 440,000 common shares to Amalfi Corporate Services Ltd, as noted above.

Listing Trading on the OTCQB

The common shares of the Company listed commenced trading on the OTCQB in December 2020. Since then, trading volumes on the OTCQB have been minimal and sporadic, as the Company's primary listing is in Canada on the Canadian Securities Exchange. Volumes have fluctuated, depending on the state of the capital markets and the Company's business activities.

The Company is committed to compliance with the OTC Markets Group policy on stock promotion and the OTCQB standards and Canadian securities laws. The Company encourages those interested in the Company to rely solely on information included in press releases issued and distributed by the company through approved news wire or disclosure and news services, combined with its filings and disclosures made with the Canadian securities regulators, as well as information provided through the OTC Markets, and available on SEDAR and the OTC Markets website, respectively.

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/>

Neither the Canadian Securities Exchange (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.

Cautionary Note Regarding Forward-Looking Statement

All statements in this press release, other than statements of historical fact, are "forward-looking information" with respect to the Company within the meaning of applicable securities laws. The Company provides forward-looking statements for the purpose of conveying information about current expectations and plans relating to the future and readers are cautioned that such statements may not be appropriate for other purposes. By its nature, this information is subject to inherent risks and uncertainties that may be general or specific and which give rise to the possibility that expectations, forecasts, predictions, projections or conclusions will not prove to be accurate, that assumptions may not be correct and that objectives, strategic goals and priorities will not be achieved. These risks and uncertainties include but are not limited those identified and reported in the Company's public filings under the Company's SEDAR profile at www.sedar.com. Although the Company has



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attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking information, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate as actual results and future events could differ materially from those anticipated in such statements. The Company disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise unless required by law.