Golden Leaf Holdings Announces Oversubscribed Private Placement and increase in offering size

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PORTLAND, Ore., Jan. 15, 2021 (GLOBE NEWSWIRE) -- Golden Leaf Holdings Ltd. (CSE:GLH) ("Golden Leaf" or the "Company"), a premier, consumer-driven cannabis company specializing in production, processing, wholesale, distribution and retail, is pleased to announce an increase in the size of its non-brokered private placement (the "Non-Brokered Offering") of units ("Units"), previously announced on December 21, 2020, for gross proceeds of approximately C\$3 Million. Due to increased demand, the private placement will now consist of up to 133,333,333 units at a price of C\$0.03 per Unit for gross proceeds of C\$4 million. Each Unit is comprised of one common share of the Company (a "Common Share") and one Common Share purchase warrant (a "Warrant"). Each Warrant is exercisable to acquire one Common Share (a "Warrant Share") at an exercise price of C\$0.06 per Warrant Share for a period of 24 months from the closing. The Units will have a hold period of four months and one day from the date of issuance. Finder's fees of 5% cash and 5% finder's warrants, each such warrant entitling the holder to acquire one Common Share for C\$0.06 for a period of 24 months, are being paid on certain subscriptions. To facilitate the increased demand, the close of this Non-Brokered Offering has been extended to January 22, 2021.

Insider's participation in the Non-Brokered Offering is expected to increase to a total of approximately C\$300,000. As previously disclosed on January 12, 2021, certain directors and officers are participating by subscribing for approximately C\$400,000 at a deemed issue price of C\$0.05 per Unit in satisfaction of foregone 2020 compensation.

The securities described herein have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), or any state securities laws, and accordingly, may not be offered or sold within the United States except in compliance with the registration requirements of the U.S. Securities Act and applicable state securities requirements or pursuant to exemptions therefrom. This press release does not constitute an offer to sell or a solicitation to buy any securities in any jurisdiction.

About Golden Leaf Holdings

Golden Leaf Holdings is a premier consumer-driven cannabis company specializing in production, processing, wholesale, distribution and retail, with seven dispensaries in Portland, Oregon. The company is committed to developing a dynamic portfolio built around the recognized brands of Chalice Farms, with a focus on health and wellness. Markets served include Oregon, California, Nevada, and Washington. Visit <u>glhmonthly.com</u> for regular updates.

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