

Integrated Cannabis Company, Inc.
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Integrated Cannabis Company to Acquire Nevada Cannabis Cultivation and Manufacturing Businesses

VANCOUVER, BRITISH COLUMBIA – April 15, 2019 – Integrated Cannabis Company, Inc. (CSE: ICAN, OTCQB: ICNAF) (“**Integrated Cannabis**” or the “**Company**”), is pleased to announce it has entered into a term sheet (the “**Term Sheet**”) to acquire Nevada cultivation, manufacturing and real property interests of V6E Holdings LLC and Sullivan Park Capital LLC (the “**Proposed Transaction**”). V6E Holdings LLC is the owner of a cannabis cultivation business and license in the state of Nevada. Sullivan Park Capital LLC is the prospective owner of a cannabis manufacturing business and license in the state of Nevada.

The acquisition of the cultivation and manufacturing assets will allow Integrated Cannabis to directly participate in the Nevada cannabis market in addition to further developing its X-SPRAYSTM products and facilitate the expansion of the company’s business to enhance distribution to dispensaries and specialty retailers looking to carry products going forward.

The Proposed Transaction

The Term Sheet contemplates Integrated Cannabis acquiring all of the issued and outstanding securities in consideration for an aggregate amount of up to \$22 million CAD as follows: (a) an aggregate of \$9.5 million in common shares of Integrated Cannabis (“**Integrated Cannabis Shares**”), at a deemed price per share of \$0.31; (b) \$3,000,000 in cash, payable with twelve (12) months following the closing date; (c) \$3,000,000 in cash, payable within twenty-four (24) months following the closing date; (d) \$3,000,000 in cash, payable within thirty-six (36) months following the closing date; and (e) \$3,500,000 in cash, payable within forty-eight (48) months following the closing date. Cash payments will be funded from operating cash of the acquired businesses.

The Term Sheet sets out certain terms and conditions pursuant to which the Proposed Transaction will be completed. The Proposed Transaction remains subject to certain closing conditions including, without limitation, (a) the receipt by Integrated Cannabis of all necessary corporate and regulatory approval; (b) customary due diligence; (c) definitive agreements; (d) each party’s representations and warranties in the share purchase agreement being true and correct in all aspects, and each party meeting its terms and conditions and completing its covenants and obligations as contained therein; and (e) all of the requisite municipal and State approvals. There can be no guarantees that the Proposed Transaction will be completed as contemplated at all. The Proposed Transaction is anticipated to close in June 2019.

About Integrated Cannabis Company

Integrated Cannabis Company, Inc. is comprised of dedicated scientists and product engineers who are passionate about health and creating health and lifestyle products utilizing advanced delivery systems and formulations. For more information, please visit the company's website at: www.x-sprays.com.

ON BEHALF OF THE BOARD

“Eugene Beukman”

Director

For further information, please contact the Company at:

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Neither the Canadian Securities Exchange nor its Market Regulator (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release. The Canadian Securities Exchange has not in any way passed upon the merits of the proposed transaction and has neither approved nor disapproved the contents of this press release.

This news release may include forward-looking statements that are subject to risks and uncertainties. All statements within, other than statements of historical fact, are to be considered forward looking. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include market prices, exploitation and exploration successes, continued availability of capital and financing, and general economic, market or business conditions. There can be no assurances that such statements will prove accurate and, therefore, readers are advised to rely on their own evaluation of such uncertainties. We do not assume any obligation to update any forward-looking statements except as required under the applicable laws.