



NEWLEAF BRANDS ANNOUNCES FURTHER UPDATE TO ITS ANNUAL FILING AND UPDATE ON Q1 FILING

Vancouver, BC, May 26, 2020 - NewLeaf Brands Inc. (CSE:NLB) (OTC: NLBIF) (FSE:0NF) (“**NewLeaf Brands**” or the “**Company**”) announces that, further to its news release dated April 29, 2020, the Company is expecting to file its audited financial statements for the year ended December 31, 2019 (the “Annual Filings”) by the extension date of June 12, 2020 pursuant to BC Instrument 51-515 Temporary Exemption from Certain Corporate Finance Requirements (“BCI 51-515”) and continues to work diligently with its auditors to file the Annual Filings by June 12, 2020.

Update on Q1 Filing

The Company will also be relying on the temporary exemption pursuant to BCI 51-515 in respect to the following provisions:

- the requirement to file interim financial statements for the three months ended March 31, 2020 (the “Financial Statements”) within 60 days after the end of the Company's interim period as required by section 4.4(b) of National Instrument 51-102 Continuous Disclosure (“NI 51-102”);
- the requirement to file management discussion and analysis (the “MD&A”) for the period covered by the Financial Statements within 60 days after the end of the Company's interim period as required by section 5.1(2) of NI 51-102; and
- the requirement to file certifications of the Financial Statements (the “Certificates” and together with the Financial Statements, the “Interim Filings”) pursuant to section 5.1 of National Instrument 52-109 Certification of Disclosure in Issuer’s Annual and Interim Filings and section 4.4(b) [being the filing deadline for interim financial statements] of NI 51-102.

The Company is continuing to work diligently to file the Interim Filings by July 10 , 2020 .

All material business developments since the filing of the Company’s interim financial statements and associated management's discussion and analysis, for the interim period ending September 30, 2019, have been disclosed by the Company by way of news release. Please view the company’s SEDAR profile at www.sedar.com for further information.

Additionally, the Company advises that management and other insiders of the Company are subject to a trading black-out policy as described, in principle, in section 9 of National Policy 11-207, Failure to-File Cease Trade Orders and Revocations in Multiple Jurisdictions.

About NewLeaf Brands

NewLeaf Brands Inc. is the parent company operating innovative product divisions in the Naturally Sourced Therapies (NST) space. While controlling a variety of Psilocybin and hemp-derived CBD brands that design, manufacture and distribute cutting edge products, NewLeaf Brands Inc. further enhances its portfolio with numerous cultivation properties, retail locations, and other land assets.

NewLeaf Brands Inc. is the progressive and innovative Naturally Sourced Therapies (NST) lifestyle group known around the globe. Focusing on the rapidly emerging psilocybin and psychedelic medicines market, the Company's wholly-owned subsidiary 1220611 B.C. Ltd. (operating as Mydecine Group) ("Mydecine") is a vertically integrated company engaged to utilize the vast medicinal, health and wellness capabilities of the various compounds found in mycology as a whole. Established to parallel the early emergence of the industry, Mydecine aims to be a pioneer in the cultivation, processing, product development, and research and development of mycology's exciting compounds through its three divisions, "Mydecine Farms," "Mydecine Wellness" and "Mydecine Labs." Furthermore, the Company's wholly-owned subsidiaries in the hemp-derived CBD space, We are Kured LLC, Drink Fresh Water LLC, Relyfe Brand LLC, Fresh Water CBD LLC and TeaLief Brand LLC have quickly developed into market leaders and maintain extensive retail and cultivation land investments in the United States.

For further information about NewLeaf Brands, please consult the Company's profile on SEDAR at www.sedar.com or visit the Company's website at www.nabrandsinc.com.

On Behalf of the Board of Directors

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The Canadian Securities Exchange has neither approved nor disapproved the contents of this news release and accepts no responsibility for the adequacy or accuracy hereof.

This news release contains forward-looking statements, which relate to future events or future performance and reflect management's current expectations and assumptions. Such forward-looking statements reflect management's current beliefs and are based on assumptions made by and information currently available to the Company. Readers are cautioned that these forward looking statements are neither promises nor guarantees, and are subject to risks and uncertainties that may cause future results to differ materially from those expected including, but not limited to completion of planned improvements at both the Canadian and US sites on schedule and on budget, the availability of financing needed to complete the Company's planned improvements on commercially reasonable terms, planned occupancy by the tenant-growers, commencement of operations, differences in yield on expected harvests, delays in obtaining statutory approval for marijuana production plans, issues that may arise throughout the grow period, outdoor crops affected by weather, the ability to mitigate the risk of loss through appropriate insurance policies, and the risks presented by federal statutes that may contradict local and state legislation respecting legalized marijuana. There are no assurances that the business plans for NewLeaf described in this news release will come into effect on the terms or time frame described herein. These forward-looking statements are made as of the date hereof and the Company does not assume any obligation to update or revise them to reflect new events or circumstances save as required under applicable securities legislation. This news release does not constitute an offer to sell securities and the Company is not soliciting an offer to buy securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to

registration or qualification under the securities laws of such jurisdiction.

This news release does not constitute an offer of securities for sale in the United States. These securities have not and will not be registered under United States Securities Act of 1933, as amended, or any state securities laws and may not be offered or sold in the United States or to a U.S. Person unless so registered, or an exemption from registration is relied upon.