



CSE: PPB

Pure to Pure Signs Definitive Agreement to Acquire Consumer Healthcare Technology

- Pure to Pure to acquire software platform asset “InturAI”, which aims to transform health care and monitoring.
- Data captured to include activity, vital signs, and detection of health issues, making health monitoring more affordable and intuitive.
- The technology targets significant improvements in the cost of care and patient outcomes in consumer environments such as homes along with monitoring for security applications, with the potential to expand to other health and wellness verticals.

Vancouver, British Columbia – June 17, 2024 – Pure to Pure Beauty Inc. (the “Company” or “Pure to Pure”) (CSE: PPB), a consumer goods company focused on the development and sale of health and wellness products, is pleased to announce that it has entered into a definitive asset purchase agreement (“**Purchase Agreement**”) dated June 14, 2024, for the acquisition (the “**Acquisition**”) of all rights and intellectual property related to the product known as InturAI (“**InturAI**”).

InturAI is currently being developed as a consumer hardware technology platform that uses the signal from existing consumer hardware, such as a Wi-Fi router, to capture significant information about what is happening in the area covered by the signal and turn it into spatial intelligence and movement tracking. Unlike other monitoring systems, InturAI technology can be used to track and categorize certain movements without the need to install cameras or multiple sensors and wearable hardware devices.

“We believe the technology behind InturAI provides a path to introducing low-cost Wi-Fi-based monitoring for elderly people at home and in care home facilities,” said Simon Cheng, the CEO of Pure to Pure. “We’re excited to further develop InturAI and introduce it as a health and wellness product for the aging population and those with disabilities where fall-detection can lead to better health outcomes.”

Terms of Purchase Agreement

Pursuant to the terms of the Purchase Agreement, the Company will acquire the InturAI asset in exchange for 20,000,000 common shares of the Company (the “**Consideration Shares**”). In addition to the Consideration Shares, the vendors of InturAI (the “**Vendors**”) will also be eligible to receive the following performance payments over the course of a five-year period:

- a) 2,500,000 common shares of the Company if InturAI generates \$250,000 in cumulative revenue by March 31, 2026;

- b) an additional 3,000,000 common shares of the Company if InturAI generates \$250,000 in quarterly revenue by March 31, 2027;
- c) an additional 4,000,000 common shares of the Company if InturAI generates \$500,000 in quarterly revenue or breaks-even by March 31, 2028; and
- d) an additional 5,000,000 common shares of the Company if InturAI achieves \$1,000,000 in quarterly revenue, or if the Company's common shares trade at a 15-day volume-weighted average price of more than \$0.30 by March 31, 2029.

(collectively, the "**Performance Payment Shares**").

In addition to the four month and one day hold period imposed by Canadian securities laws, the Consideration Shares and Performance Shares will also be subject to a voluntary six-month pooling arrangement from their respective issue date. Completion of the Acquisition is subject to a number of conditions, including, but not limited to: (a) the parties entering into a mutually satisfactory agreement governing the issuance of the Performance Payment Shares; and (c) the receipt of any and all required regulatory approvals or consents. The Acquisition cannot be completed until these conditions have been satisfied.

The Company is at arm's length from the Vendors, and the Acquisition is not expected to constitute a change of business or fundamental change for the Company, nor is it expected to result in a change of control of the Company, within the meaning of applicable securities laws and the policies of the Canadian Securities Exchange. No finders' fees or commissions are payable in connection with the Acquisition.

About Pure to Pure

Pure to Pure is engaged in the development and sale of health and wellness products, under its "Pure to Pure" brand. For more information about the Company, please visit <https://www.p2pbrands.com>.

Pure to Pure Brands Inc.

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The CSE has neither approved nor disapproved the contents of this news release. Neither the CSE nor its Market Regulator (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.

CAUTIONARY STATEMENT REGARDING "FORWARD-LOOKING" INFORMATION

This news release contains certain forward-looking statements that are based on assumptions as of the date of this news release, including with respect to the completion of the Acquisition, InturAI providing the Company with a path to introducing low-cost Wi-Fi-based monitoring for elderly people at home and in care home facilities, the ability of the Company to successfully develop

InturAI and introduce it as a health and wellness product. Forward-looking statements are frequently characterized by words such as “anticipates”, “plan”, “continue”, “expect”, “project”, “intend”, “believe”, “anticipate”, “estimate”, “may”, “will”, “potential”, “proposed”, “positioned” and other similar words, or statements that certain events or conditions “may” or “will” occur. All such forward-looking statements involve substantial known and unknown risks and uncertainties, certain of which are beyond the Company’s control. The reader is cautioned that the assumptions used in the preparation of the forward-looking statements may prove to be incorrect and the actual results, performance or achievements could differ materially from those expressed in, or implied by, these forward-looking statements. Accordingly, no assurances can be given that any of the events anticipated by the forward-looking statements will transpire or occur, or if any of them do, what benefits, including the amount of proceeds, the Company will derive therefrom. Readers are cautioned that the foregoing list of factors is not exhaustive. The Company is under no obligation, and expressly disclaims any intention or obligation, to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as expressly required by applicable law.