



## **SpotLite360 Enters Into Non-Binding Letter of Intent to Acquire a Majority Interest in E3 Services Group**

**DENVER and VANCOUVER, NOVEMBER 15, 2021, SPOTLITE360 IOT SOLUTIONS, INC.** (“SpotLite360” or the “Company”) (CSE: LITE) (OTC: SPLTF) (Frankfurt: 87A) is pleased to announce that it has entered into a non-binding letter of intent (the “LOI”) with E3 Services Group LLC (“E3”) of Thornton, Colorado, dated November 12, 2021, for SpotLite360 to acquire a majority interest in E3. In its [November 10, 2021](#) press release, SpotLite360 announced an engagement with E3 for professional services relating to the development of a solution for consolidating data collected by a wide range of Internet-of-Things (“IoT”) sensor models including those offered as part of SpotLite360’s hardware integrations. SpotLite360 and E3 have identified numerous possible opportunities for value to be realized from combining their respective strengths through this contemplated acquisition as IoT technologies continue to gain popularity in various supply chain and large-scale enterprise use cases globally.

Under the terms of the non-binding LOI, SpotLite360 intends to acquire a majority sum of all outstanding common shares in the equity of E3. All terms provided in the non-binding LOI are subject to change pending factors including, but not limited to the completion of final negotiations, execution of a definitive agreement, obtaining any applicable regulatory approvals, and approvals from the Board of Directors of both SpotLite360 and E3. The Company anticipates that, subject to the satisfactory completion of the conditions precedent referenced above, the acquisition contemplated pursuant to a definitive agreement, to be agreed to between the parties, will close by the end of calendar Q4 2021.

After nearly ten years in the business of developing, designing, and building cannabis cultivation facilities, E3 currently services accounts in nine states including Colorado, Michigan, Oklahoma, Florida, California, Utah, Mississippi, New Mexico, and Arizona. With a primary focus on engineering heating, ventilation, and air conditioning (“HVAC”) equipment to optimize environments in which cannabis plants are grown, E3 has formed vendor partnerships with well-known HVAC brands including *Carrier*, *Honeywell*, and *Anden*. E3’s current product range includes the installation of IoT sensors to monitor environmental metrics such as temperature

and humidity, an offering which E3 intends to enhance with the data consolidation solution to be developed by SpotLite360 under an agreement announced earlier this quarter. Data gathered through IoT sensors in cannabis cultivation facilities built by E3 could also be incorporated into supply chain workflows to improve overall visibility into each step of the journey of a given plant and its derivative products.

With E3's impressive multi-state presence in the cannabis cultivation space, SpotLite360 is confident that the proposed acquisition contemplated in the non-binding LOI can be beneficial to the Company with respect to new revenue opportunities, as well as an enhanced ability to commercialize its supply chain visibility solution utilizing IoT and blockchain technologies.

For more information regarding E3, please refer to its corporate website: <https://e3sqlc.com/>

James Greenwell, President of SpotLite360 commented, "Strategic acquisitions are an important part of the modern growth strategy for technology companies such as SpotLite360. Having a great solution is only part of the equation, and through majority ownership of channel partners, tech companies can scale their distribution at an unprecedented level, with the benefit of diversified revenue streams. With our proposed acquisition of E3, we believe SpotLite360 can be in a much stronger position for innovation, sales conversions, and long-term overall prosperity. Clients of E3 could benefit from an unparalleled standard of reporting and monitoring of their facilities and supply chains with integrations of technologies such as ours as part of their overall business infrastructure."

Bryson Guyer, Founder of E3 added, "With even more states set to enter the cannabis and hemp markets, the industry is poised to grow even further in 2022 and beyond. As there are varying regulations in each state with an absence of federal regulatory oversight, quality control standards and compliance are an increasingly tricky subject, particularly from our perspective as a developer of cannabis cultivation facilities in nine U.S. states where the regulations can differ significantly. Our initial agreement with SpotLite360 announced this quarter can enable our clients to derive even more value from IoT sensors by aggregating the data they receive from a multitude of different sensor types. However, I believe there is even greater value to be had from the planned acquisition of the majority of E3 by SpotLite360, as our respective teams will have the ability to join forces in a way that could greatly benefit new and existing clients, as well as the end consumers of their products."

On behalf of the Board of Directors of the Company,

**SpotLite360 IOT Solutions, Inc.**

*"James Greenwell"*

James Greenwell, President

For more information about SpotLite360, please visit: <http://spotlite360.com>

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### **About SpotLite360 IOT Solutions, Inc.**

SpotLite360 is a logistics technologies solutions provider unlocking value, opportunities, and efficiencies for all participants in a supply chain. Building upon existing applications of IoT technologies, distributed ledgers, and machine learning, SpotLite360 endeavours to set new standards of transparency, integrity, and sustainability in the pharmaceutical, healthcare, and agriculture industries. As regulators across the globe begin to impose new tracing and accountability requirements for the protection of consumers (e.g., DSCSA and FSMA from the U.S. Food and Drug Administration), the need for reliable, cost-effective, and versatile tracking technology is expected to grow considerably. SpotLite360’s flagship SaaS solution has been engineered to seamlessly track the movement of a product by integrating with systems of all major stakeholders in a supply chain ranging from the raw materials to the hands of the end consumer. With a primary objective of onboarding new clients in 2021, SpotLite360 plans to explore innovative use cases for its proprietary stack of technologies which could transform logistics workflows in some of the world’s largest industries.

### **Forward-Looking Statements**

This news release contains “forward-looking information” within the meaning of applicable Canadian securities legislation, with respect to the Company. The forward-looking information included in this news release is not based on historical facts, but rather on the expectations of the Company’s management regarding the future growth of the Resulting Issuer, its results of operations, performance, business prospects, and opportunities. This news release uses words such as “will”, “expects”, “anticipates”, “intends”, “plans”, “believes”, “estimates”, or similar expressions to identify forward-looking information. Such forward-looking information reflects the current beliefs of the Company’s management, based on information currently available to them.

This forward-looking information includes, among other things, statements relating to: the proposed acquisition of E3, the intentions, plans and future actions of the Company; statements relating to the business and future activities of the Company; anticipated developments in operations of the Company; market position, ability to compete, and future financial or operating performance of the Company; the timing and amount of funding required to execute the

business plans of the Company; capital expenditures of the Company; the effect on the Company, of any changes to existing or new legislation or policy or government regulation; the length of time required to obtain permits, certifications and approvals; the availability of labour; estimated budgets; currency fluctuations; requirements for additional capital; limitations on insurance coverage; the timing and possible outcome of regulatory and permitting matters; goals; strategies; future growth; the adequacy of financial resources; our expectations regarding revenues, expenses and anticipated cash needs.

In addition, any statements that refer to expectations, intentions, projections or other characterizations of future events or circumstances contain forward-looking information. Forward-looking statements are based on certain assumptions and analyses made by the Company in light of the experience and perception of historical trends, current conditions, and expected future developments and other factors it believes are appropriate, and are subject to risks and uncertainties. Although the Company believes that the assumptions underlying these statements are reasonable, they may prove to be incorrect, and there can be no assurance that actual results will be consistent with these forward-looking statements. Given these risks, uncertainties, and assumptions, prospective investors should not place undue reliance on these forward-looking statements. Whether actual results, performance, or achievements will conform to the expectations and predictions of the Company is subject to a number of known and unknown risks, uncertainties, assumptions, and other factors, including those listed in the Company's non-offering prospectus dated May 26, 2021.

If any of these risks or uncertainties materialize, or if assumptions underlying the forward-looking statements prove incorrect, actual results might vary materially from those anticipated in the forward-looking statements. Information contained in forward-looking statements in this news release is provided as of the date of this news release, and the Company disclaims any obligation to update any forward-looking statements, whether as a result of new information or future events or results, except to the extent required by applicable securities laws. Accordingly, potential investors should not place undue reliance on forward-looking statements or the information contained in those statements.

**All of the forward-looking information contained in this news release is expressly qualified by the foregoing cautionary statements.**

#### **Statement Regarding Third-Party Investor Relations Firms**

Disclosures relating to investor relations firms retained by SpotLite360 IOT Solutions, Inc. can be found under the Company's profile on <http://sedar.com>.