



SUNNIVA ANNOUNCES AMENDMENT OF PERFORMANCE WARRANTS

VANCOUVER, BC – October 16, 2019 - Sunniva Inc. (“Sunniva” or the “Company”) (CSE:SNN) (OTCQB:SNNVF), a North American provider of cannabis products and services, announces that it is amending the terms of the 718,249 performance warrants (the “Performance Warrants”) issued in conjunction with the acquisition of LTYR Logistics, LLC (“LTYR”) on December 31, 2018. The Performance Warrants are convertible into 718,249 common shares of the Company (“Performance Shares”) upon the satisfaction of certain operational milestones (the “Milestones”).

The Performance Warrants will be amended by replacing the original Milestone of opening a distribution business at the Company’s facility in Long Beach, California with the opening of a distribution business at the Company’s facility in Coachella, California. Upon amendment of the Performance Warrants, the Milestones will be satisfied and the Company will convert the Performance Warrants into Performance Shares.

The amendment of the 239,491 Performance Warrants held by Mr. Kevin Wilkerson, President of the Company and the former CEO of LTYR, is considered to be a “related party transaction” within the meaning of Multilateral Instrument 61-101 *Protection of Minority Security Holders in Special Transactions* (“MI 61-101”). The Company is relying on the exemptions from the formal valuation and minority shareholder approval requirements of MI 61-101, as neither the fair market value of the subject matter of, nor the fair market value of the consideration from, the amendment of the Performance Warrants held by Mr. Wilkerson, exceeds 25% of the Company’s market capitalization.

For more information please visit: www.sunniva.com.

To be added to the Sunniva email distribution list please register at www.sunniva.com/email-alerts.

The Canadian Securities Exchange does not accept responsibility for the adequacy or accuracy of this release.

About Sunniva, Inc.

Sunniva, through its subsidiaries, is building a vertically integrated cannabis company operating in two of the world’s largest legal cannabis markets – California and Canada. In Canada, Sunniva’s wholly owned subsidiary Natural Health Services Ltd. operates medical cannabis clinics that provide educational and clinical services to patients. In California, Sunniva is constructing a 325,000 square foot, purpose-built cGMP designed greenhouse for cannabis cultivation and operates a fully licensed cannabis extraction facility, in-house marketing and licensed cannabis distribution businesses.

Cautionary Note Regarding Forward-Looking Information or Statements

This press release contains forward-looking information or statements. All statements that are or information which is not historical facts, including without limitation, statements regarding future estimates, plans, programs, forecasts, projections, objectives, assumptions, Sunniva’s intention to amend the Performance Warrants and convert the Performance Warrants into Performance Shares thereafter are “forward-looking information or statements”. Forward-looking information or statements can be identified by the use of words such as “plans”, “expects” or “does not expect”, “is expected”, “estimates”, “intends”, “anticipates” or “does not anticipate”, or “believes”, or variations of such words and phrases or statements that certain actions, events or results “may”, “could”, “would”, “might” or “will” be taken, occur or be achieved. With respect to forward-looking information and statements contained herein, Sunniva has made numerous assumptions including, among other things, assumptions about general business and economic conditions. Such forward-looking statements are based on assumptions and involve known and unknown risks, uncertainties and other factors that may cause actual results, events or developments to be materially different from any future results, events or developments expressed or



implied by such forward-looking information or statements. Such risks and uncertainties include, among others, the risk factors included in the Sunniva's continuous disclosure documents available on www.sedar.com. These factors should be considered carefully, and readers are cautioned not to place undue reliance on such forward-looking information or statements. Although Sunniva has attempted to identify important risk factors that could cause actual actions, events or results to differ materially from those described in forward-looking information or statements, there may be other risk factors that cause actions, events or results to differ from those anticipated, estimated or intended. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in forward-looking information or statements. Sunniva assumes no obligation to update any forward-looking information or statements, even if new information becomes available as a result of future events, new information or for any other reason except as required by law.

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