



The Green Organic Dutchman Announces Closing of \$25 Million Special Warrant Bought Deal Financing

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TORONTO, June 26, 2018 – The Green Organic Dutchman Holdings Ltd. (the "**Company**" or "**TGOD**") (TSX:TGOD) (OTCQX:TGODF) is pleased to announce that it has closed its bought deal financing of 3,910,000 special warrants of the Company (the "**Special Warrants**") at \$6.40 per Special Warrant for aggregate gross proceeds of approximately \$25 million (the "**Offering**"), previously announced on June 5, 2018. The Offering was conducted by a syndicate of underwriters led by Canaccord Genuity Corp., acting as co-lead underwriter and sole bookrunner, on behalf of a syndicate of underwriters including PI Financial Corp. as co-lead underwriter, and Mackie Research Capital Corporation (collectively, the "**Underwriters**").

Each Special Warrant entitles the holder thereof to receive, upon voluntary exercise prior to or deemed exercise on the Automatic Exercise Date (as defined below) and without payment of additional consideration, one unit (each a "**Unit**") of the Company, subject to a penalty clause. The Automatic Exercise Date is the earlier of: (i) October 27, 2018 and (2) the third business day after the date on which a receipt for a final short form prospectus qualifying the Units underlying the Special Warrants is issued by the Ontario Securities Commission.

Each Unit is comprised of one common share of the Company (the "**Common Shares**") and one-half of one common share purchase warrant (each whole common share purchase warrant, a "**Warrant**"). Each Warrant entitles the holder to purchase one Common Share at an exercise price of \$9.50 for a period of 36 months from the date hereof.

In consideration for their services, the Underwriters received cash commission of \$1,501,440 and an aggregate of 234,600 Underwriters' special warrants (the "**Underwriters' Special Warrants**"). Each Underwriters' Special Warrant will be automatically exercised without payment of additional consideration into one Underwriters' common share purchase warrant (each, an "**Underwriters' Warrant**") on the Automatic Exercise Date. Each Underwriters' Warrant is exercisable into one Common Share (each, an "**Underwriters' Warrant Share**") at an exercise price of \$6.40 per Underwriters' Warrant Share for a period of 36 months from the date hereof.

The Company intends to use the net proceeds of the Offering to fund strategic investments and international expansion opportunities.

This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "**U.S. Securities Act**") or any state securities laws and may not be offered or sold within the United States unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

On Behalf of the Board of Directors,

**The Green Organic Dutchman Holdings Ltd.
Robert Anderson
Chief Executive Officer and Co-Chairman**

ABOUT THE GREEN ORGANIC DUTCHMAN HOLDINGS LTD.

The Green Organic Dutchman Holdings Ltd. is a research & development company licensed under the Access to Cannabis for Medical Purposes Regulations ("ACMPR") to cultivate medical cannabis. The Company carries out its principal activities producing cannabis from its facilities in Ancaster, Ont., pursuant to the provisions of the ACMPR and the Controlled Drugs and Substances Act (Canada) and its regulations.

The Company grows high quality, organic cannabis with sustainable, all-natural principles. TGOD's products are laboratory tested to ensure patients have access to a standardized, safe and consistent product. TGOD has a funded capacity of 170,000 kg of cultivation facilities in Ontario, Quebec and Jamaica.

TGOD's Common Shares and warrants issued under the indenture dated November 1, 2017 trade on the TSX under the symbol "TGOD" and "TGOD.WT", respectively.

CONTACT INFORMATION

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Forward-Looking Information Cautionary Statement

This news release includes statements containing certain "forward-looking information" within the meaning of applicable securities law ("forward-looking statements"). Forward looking statements in this release includes, but is not limited to, statements about the future legalization of recreational cannabis and cannabis-infused products in Canada, statements about the offering of any particular products by the Company and statements regarding the future performance of the Company. Forward-looking statements are frequently characterized by words such as "plan", "continue", "expect", "project", "intend", "believe", "anticipate", "estimate", "may", "will", "potential", "proposed" and other similar words, or statements that certain events or conditions "may" or "will" occur. These statements are only predictions. Various assumptions were used in drawing the conclusions or making the projections contained in the forward-looking statements throughout this news release. Forward-looking statements are based on the opinions and estimates of management at the date the statements are made, and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward-looking statements. 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. Neither TSX nor its Regulation Services Provider (as that term is defined in the policies of Toronto Stock Exchange) accept responsibility for the adequacy or accuracy of this release.