



## CAPTIVA VERDE

### NEWS RELEASE

#### **CAPTIVA VERDE WELLNESS CORP ANNOUNCES RE-PRICING OF THE PREVIOUSLY ANNOUNCED PRIVATE PLACEMENT**


Coquitlam, British Columbia (April 28<sup>th</sup>, 2023) – **Captiva Verde Wellness Corp.** (CSE: PWR) (OTC: CPIVF) (the “**Company or Captiva**”) is pleased to announce that it has amended the terms of its non-brokered private placement offering of up to 80,000,000 units, previously announced on April 21, 2023.

The Company has made a decision to amend the purchase price of the offering to \$0.32 per Unit (the “**Unit**”) for gross aggregate proceeds of up to \$2,560,000 (the “**Offering**”).

As previously announced, each Unit will consist of one common share of the Company (each, a “**Common Share**”) and one common share purchase warrant (each, a “**Warrant**”), with each Warrant entitling the holder thereof to acquire one common share of the Company (a “**Warrant Share**”) at a price of \$0.05 for a period of five years following the closing of the Offering.

The net proceeds of the Offering are expected to be used for general working capital purposes and as a reserve for possible future acquisitions. The securities issued under the Offering will be subject to a statutory hold period in Canada expiring four months and one day from the closing of the Offering. The Company may pay a finder's fee to eligible persons pursuant to applicable securities laws and Canadian Securities Exchange policies. The securities offered pursuant to the Offering have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the “U.S. Securities Act”) or any U.S. state securities laws, and may not be offered or sold in the United States or to, or for the account or benefit of, United States persons absent registration or any applicable exemption from the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. This news release shall not constitute an offer to sell or the solicitation of an offer to buy securities in the United States, nor shall there be any sale of these securities in any jurisdiction in which such offer, solicitation or sale would be unlawful.

On Behalf of the Board of Directors

  
Chief Executive Officer and Director  
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### **Cautionary Note Regarding Forward Looking Information**

This release includes certain statements that may be deemed "forward-looking statements". All statements in this release, other than statements of historical facts, that address events or developments that the Company expects to occur, are forward-looking statements. Forward-looking statements are statements that are not historical facts and are generally, but not always, identified by the words "expects", "plans", "anticipates", "believes", "intends", "estimates", "projects", "potential" and similar expressions, or that events or conditions "will", "would", "may", "could" or "should" occur.

Forward-looking statements may include, without limitation, statements related to future developments and the business and operations of the Company and the use of the net-proceeds from the Offering.

Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results may differ materially from those in the forward-looking statements. Factors that could cause the actual results to differ materially from those in forward-looking statements include regulatory actions, market prices, and continued availability of capital and financing, and general economic, market or business conditions. Investors are cautioned that any such statements are not guarantees of future performance and actual results or developments may differ materially from those projected in the forward-looking statements.

Forward-looking statements are based on the beliefs, estimates and opinions of the Company's management on the date the statements are made. Except as required by applicable securities laws, the Company undertakes no obligation to update these forward-looking statements in the event that management's beliefs, estimates or opinions, or other factors, should change.

*Neither Canadian Securities Exchange nor its regulation services provider accepts responsibility for the adequacy or accuracy of this release.*