

## Wikileaf Completes Private Placement

Seattle, Washington, March 5, 2021 Wikileaf Technologies Inc. (CSE: WIKI) (“Wikileaf” or the “Company”) is pleased to announce that, further to its previously announced private placement, the Company has agreed to sell 19,000,000 units (“Units”) for gross proceeds of \$950,000 (the “Private Placement”). Each Unit consists of one common share at a price of \$0.05 per share and one share purchase warrant exercisable at \$0.075 per share for a period of two years from the date of closing. In addition to the Private Placement, the noteholders from the previously announced \$300,000 promissory note debt financing have agreed to convert their promissory notes into common shares on the same terms as the Private Placement. The net proceeds from the issuance of the Units shall primarily be used for general working capital purposes.

One insider of the Company participated in the Private Placement in the amount of 1,000,000 Units and approximately an additional 1,000,000 Units upon conversion of the promissory notes. Participation by insiders constitutes a related party transaction as defined under Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* (“MI 61-101”). The issuance of Securities to the related party is exempt from the formal valuation requirements of Section 5.4 of MI 61-101 pursuant to Subsection 5.5(b) of MI 61-101 and exempt from the minority shareholder approval requirements of Section 5.6 of MI 61-101 pursuant to Subsection 5.7(b) of MI 61-101.

In connection with the Private Placement, the Company paid an aggregate cash finder’s fee of \$20,000. All securities issued in connection with the Private Placement will be subject to a four-month hold period from the closing date under applicable Canadian securities laws.

“We appreciate the support from new as well as existing shareholders participating in this financing and look forward to pursuing commercialization and business development efforts of the Wikileaf platform. Digital advertising and E-Commerce functionality have been focal points over the past year and we believe this trend will continue, particularly within high growth sectors such as cannabis. ”, stated Connor Cruise, Wikileaf Chair and Interim CEO.

In addition, the Company would like to announce the resignation of Manoj Hippola from its board of Directors and thank Mr. Hippola for his services.

### **About Wikileaf Technologies Inc.:**

Wikileaf ([www.wikileaf.com](http://www.wikileaf.com)) is an online platform for cannabis enthusiasts and consumers to discover and interact with local dispensaries and cannabis brands.

For more information please contact:

Website: <https://www.wikileaf.com/>

Investor Inquiries:  
[invest@wikileaf.com](mailto:invest@wikileaf.com)  
206.802.1363

### **Forward Looking Statements:**

This news release contains forward-looking statements and forward-looking information within the meaning of applicable securities laws. The use of any of the words “expect”, “anticipate”, “continue”, “estimate”, “objective”, “ongoing”, “may”, “will”, “project”, “should”, “believe”, “plans”, “intends” and similar expressions are intended to identify forward-looking information or statements. In particular, this news release contains forward-looking information relating to the Private Placement and the use of the proceeds therefrom. The forward-looking statements and information are based on certain key expectations and assumptions made by the Company, including expectations and assumptions concerning the completion of the Private Placement and the use of net proceeds of the Private Placement. Although the Company believes that the expectations and assumptions on which such forward-looking statements and information are based are reasonable, undue reliance should not be placed on the forward-looking statements and information because the Company can give no assurance that they will prove to be correct. Since forward-looking statements and information address future events and conditions, by their very nature they involve inherent risks and uncertainties. Actual results could differ materially from those currently anticipated due to a number of factors and risks. Such factors may include the failure to successfully market the common shares and failure to satisfy certain conditions in connection with the issuance of the common shares. Other factors which could materially affect such forward-looking information are described in the risk factors in the Company’s most recent annual management’s discussion and analysis that is available on the Company’s profile on SEDAR at [www.sedar.com](http://www.sedar.com). Readers are cautioned that the foregoing list of factors is not exhaustive. The forward-looking statements included in this news release are expressly qualified by this cautionary statement. The forward-looking statements and information contained in this news release are made as of the date hereof and the Company undertakes no obligation to update publicly or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws