

George David Richardson Files Early Warning Report Acquisition

VANCOUVER, September 26, 2022 – George David Richardson (the “**Acquiror**”) announces that effective on September 16, 2022, he acquired ownership, indirectly through his wholly owned company, Countryman Investment Ltd. (“**Countryman**”), of a convertible debenture in the principal amount of \$250,000 (the “**Debenture**”) of Boosh Plant-Based Brands Inc. (the “**Company**”) through a private placement transaction. The principal amount of the Debenture, together with all accrued and unpaid interest thereon, is convertible into Shares of the Company at the option of the holder at a conversion price of \$0.07 per Share for a period of two (2) years from the closing date.

The Acquiror, indirectly through Countryman, also acquired ownership of 3,500,000 Warrants of the Company pursuant to a consulting agreement dated September 16, 2022 between Countryman and the Company. Each Warrant is exercisable into one Share (each, a “**Warrant Share**”) of the Company at an exercise price of \$0.07 per Share until September 16, 2025. The issuance of the Debenture and the Warrants is collectively referred to as the “**Transactions**”.

Prior the Transactions, the Acquiror directly and indirectly owned and controlled an aggregate of:

- 435,000 Shares held indirectly through Countryman, and
- 600,000 Shares issuable on exercise of the Warrants held indirectly through Countryman,

which represented 1.3% of the 33,784,499 issued and outstanding Shares as of September 15, 2022 on a non-diluted basis. If the Acquiror were to exercise the Warrants, the Acquiror would directly and indirectly own and control 1,035,000 Shares or 3.0% of the issued and outstanding Shares calculated on a partially diluted basis.

Following the Transactions, the Acquiror directly and indirectly owns and controls an aggregate of:

- 435,000 Shares held indirectly through Countryman,
- \$250,000 Debenture held indirectly through Countryman,
- 3,571,429 Shares issuable on conversion of the Debenture held indirectly through Countryman, and
- 4,100,000 Shares issuable on exercise of the Warrants held indirectly through Countryman,

which represents 1.06% of the 40,855,928 issued and outstanding Shares as of September 16, 2022, the date of the issuance of the Debenture and Warrants, on a non-diluted basis. If the Acquiror were to convert the Debentures (not including any shares that may be issued on conversion of any accrued and unpaid interest) and exercise the Warrants, the Acquiror will directly and indirectly own and control 8,106,429 Shares or 16.70% of the issued and outstanding Shares calculated on a partially diluted basis.

The Debenture was purchased for investment purposes and the Warrants were issued as a consulting fee. These investments will be reviewed on a continuing basis by the Acquiror and such holdings may be increased or decreased in the future. The Acquiror may in the future acquire or dispose of the Shares through the open market, privately or otherwise, as circumstances or market conditions warrant.

The Acquiror has filed an Early Warning Report pursuant to National Instrument 62-103F1 *The Early Warning System and Related Take-Over Bid and Insider Reporting Issues* describing the above transaction with the applicable securities regulatory authorities. A copy of the Early Warning Report is available on SEDAR at www.sedar.com under the profile of the Company.

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