## Q2: Quarterly Industry Update

SingerLewak

Accountants & Consultants

AS OF June 30, 2019

## **Hemp Company Study**

#### **INDUSTRY SUMMARY**

SINGERLEWAK identified Hemp publicly traded companies, IPOs, and recent M&A transactions within the Hemp industry, which provides a basis for market and transaction pricing that can be used by your firm in estimating market sentiment and its impact on your firm's value. Over the last year since June 30, 2018, the median 52-week share price return of the Hemp industry was -45.8%. As this industry is new and many companies trade through over-the-counter markets, multiples varied widely.

#### Median Public Company Key Statistics

|                          | 52-Week Return | YTD Return | P/Rev. | MVIC/GP | P/GP   | P/Earnings | MVIC/Rev. | MVIC/Earnings |
|--------------------------|----------------|------------|--------|---------|--------|------------|-----------|---------------|
| More than<br>\$1 million | -36.40%        | -25.40%    | 10.22x | 32.40x  | 26.23x | -2.37x     | 11.18x    | -3.79x        |
| Less than<br>\$1 million | -53.2%         | -37.7%     | 29.62x | 17.24x  | 6.10x  | -2.10x     | 31.00x    | -2.62x        |
| Cumulative*              | -45.80%        | -26.50%    | 13.61x | 24.24x  | 23.06x | -2.29x     | 17.24x    | -3.03x        |

<sup>\*</sup> Aggregated medians for ALL companies under Ancillary

## **Summary of Additions for Q1 2019**

## Public Companies

- Added section for public companies with more than \$1 million in revenue (page 3)
  - 2 Public Companies added.
- Added section for Reverse Merger/Backdoor IPO (page 10).
  - 7 Reverse Mergers added.



## **Summary of Additions for Q2 2019**

## **Public Companies**

- 3 public companies added.
  - Spyder Cannabis Inc. \*
  - Vinergy Cannabis Capital Inc.
  - NewLeaf Brands Inc.
- 17 Reverse Merger Acquisitions added.

Over a million in revenues

| More than \$1m in Revenue             | YTD    | 3 Month | 1 Year | Market Cap.<br>(In millions) | Revenues | Gross<br>Profit | Net<br>Income | GP Margin | NI Margin | P/Rev. | P/GP    |
|---------------------------------------|--------|---------|--------|------------------------------|----------|-----------------|---------------|-----------|-----------|--------|---------|
| 22nd Century Group, Inc.              | -16.1% | 22.2%   | -15.0% | \$260.57                     | \$25.50  | \$0.48          | (\$12.73)     | 1.9%      | -49.9%    | 10.22x | 546.85x |
| Alternate Health Corp.                | -26.7% | -33.3%  | -45.0% | 22.36                        | 1.84     | (0.68)          | (21.16)       | -37.1%    | N/A       | 12.14x | -32.70x |
| C21 Investments Inc.                  | 34.6%  | -57.1%  | -62.5% | 66.84                        | 10.34    | 3.05            | (25.71)       | 29.5%     | -248.5%   | 6.46x  | 21.94x  |
| Canbiola, Inc.                        | -52.4% | -10.3%  | 81.4%  | 23.21                        | 1.60     | 0.72            | (6.15)        | 45.1%     | -385.8%   | 14.55x | 32.26x  |
| Canopy Growth Corporation             | 44.4%  | -8.6%   | 37.6%  | 17960.91                     | 290.91   | 153.00          | (1888.22)     | 52.6%     | -649.1%   | 61.74x | 117.39x |
| EastWest Bioscience Inc.              | -41.4% | -19.0%  | N/A    | 6.93                         | 1.01     | 0.24            | (4.35)        | 24.0%     | -431.4%   | 6.88x  | 28.67x  |
| Ecofibre Limited                      | N/A    | 23.5%   | N/A    | 613.10                       | 35.61    | 25.35           | 6.00          | 71.2%     | 16.9%     | 17.22x | 24.19x  |
| Freedom Leaf, Inc.                    | -29.2% | -35.4%  | -8.2%  | 34.59                        | 2.54     | 1.07            | (5.50)        | 42.1%     | -216.6%   | 13.61x | 32.34x  |
| Hemp, Inc                             | -57.3% | -30.3%  | -60.9% | 80.99                        | 2.58     | 2.27            | (34.14)       | 88.0%     | N/A       | 31.38x | 35.68x  |
| Hempco Food and Fiber Inc.            | -17.1% | -13.9%  | -47.3% | 53.96                        | 2.23     | (1.11)          | (7.68)        | -49.6%    | -344.2%   | 24.19x | -48.81x |
| HQ Global Education Inc.              | -77.4% | -40.8%  | -87.8% | 0.26                         | 56.84    | 21.33           | 16.83         | 37.5%     | 29.6%     | 0.00x  | 0.01x   |
| Isodiol International Inc.            | -16.5% | -33.3%  | -77.7% | 50.72                        | 22.25    | 7.38            | (125.91)      | 33.2%     | -565.9%   | 2.28x  | 6.87x   |
| Medical Marijuana, Inc.               | -28.1% | -12.0%  | -46.5% | 196.20                       | 74.39    | 54.70           | (52.44)       | 73.5%     | -70.5%    | 2.64x  | 3.59x   |
| Naturally Splendid Enterprises Ltd.   | -12.0% | -15.4%  | -35.3% | 11.51                        | 2.53     | 0.40            | (6.27)        | 16.0%     | -248.2%   | 4.56x  | 28.50x  |
| NutraLife BioSciences, Inc.           | 5.7%   | 10.5%   | 7.1%   | 28.05                        | 3.34     | 1.07            | (3.08)        | 32.0%     | -92.2%    | 8.39x  | 26.23x  |
| PotNetwork Holdings, Inc.             | -25.4% | -58.2%  | -81.5% | 44.42                        | 24.07    | 8.37            | 0.05          | 34.8%     | 0.2%      | 1.85x  | 5.31x   |
| Pyxus International, Inc.             | 28.2%  | -36.4%  | -4.1%  | 138.81                       | 1787.27  | 249.13          | (131.51)      | 13.9%     | -7.4%     | 0.08x  | 0.56x   |
| Spyder Cannabis Inc.                  | N/A    | N/A     | N/A    | 0.61                         | 1.00     | 0.51            | (0.84)        | 51.6%     | -83.8%    | 0.61x  | 1.18x   |
| Tree of Knowledge International Corp. | -40.5% | -32.4%  | N/A    | 26.29                        | 1.33     | 0.41            | (16.97)       | 30.6%     | N/A       | 19.70x | 64.40x  |
| True Leaf Brands Inc.                 | -25.5% | -39.7%  | -36.4% | 34.28                        | 2.31     | 1.02            | (5.51)        | 44.0%     | -238.4%   | 14.83x | 33.70x  |
| Veritas Farms, Inc.                   | 396.7% | 129.2%  | 496.0% | 207.67                       | 5.76     | 2.72            | (6.31)        | 47.3%     | -109.7%   | 36.07x | 76.23x  |
| Median                                | -25.4% | -24.7%  | -36.4% | \$44.42                      | \$3.34   | \$1.07          | (\$6.31)      | 34.8%     | -163.1%   | 10.22x | 26.23x  |

Multiple year periods are calculated as the average annual return.

International

| Less than \$1m in Revenue                               | YTD    | 3 Month | 1 Year | Market Cap.<br>(In millions) | Revenues | Gross<br>Profit | Net<br>Income | GP Margin | NI Margin | P/Rev.  | P/GP    |
|---|--------|---------|--------|------------------------------|----------|-----------------|---------------|-----------|-----------|---------|---------|
| 420 Property Management, Inc.                           | 0.0%   | -25.0%  | 50.0%  | \$0.00                       | \$0.05   | \$0.05          | (\$8.31)      | 100.0%    | N/A       | 0.01x   | 0.01x   |
| Acacia Diversified Holdings, Inc.                       | -83.3% | -75.4%  | -86.4% | 1.03                         | 0.61     | 0.30            | (1.46)        | 49.5%     | -237.1%   | 1.68x   | 3.39x   |
| Artelo Biosciences, Inc.                                | -50.0% | -52.1%  | -54.7% | 9.67                         | N/A      | N/A             | (2.02)        | N/A       | N/A       | N/A     | N/A     |
| Asia Cannabis Corp.                                     | N/A    | -70.7%  | N/A    | 3.08                         | N/A      | N/A             | (0.51)        | N/A       | N/A       | N/A     | N/A     |
| Bespoke Extracts, Inc.                                  | -48.6% | -62.2%  | -97.9% | 2.11                         | 0.07     | 0.03            | 0.58          | 44.0%     | 807.8%    | 29.42x  | 66.92x  |
| Cana Quest Medical Corp. (Formerly Algae Dynamics Corp) | 41.7%  | -10.5%  | 112.5% | 2.82                         | N/A      | N/A             | (1.10)        | N/A       | N/A       | N/A     | N/A     |
| CBD Unlimited, Inc.                                     | 674.5% | 24.4%   | 748.3% | 87.18                        | 0.13     | 0.01            | (1.17)        | 8.3%      | -926.2%   | 690.45x | N/A     |
| Corix Bioscience, Inc.                                  | -11.4% | 366.7%  | -81.6% | 0.00                         | N/A      | N/A             | N/A           | N/A       | N/A       | N/A     | N/A     |
| Curative Biosciences, Inc.                              | 50.0%  | 38.5%   | 76.5%  | 8.81                         | N/A      | N/A             | (0.52)        | N/A       | N/A       | N/A     | N/A     |
| Demand Brands, Inc.                                     | 13.2%  | 39.5%   | -14.3% | 0.00                         | N/A      | N/A             | N/A           | N/A       | N/A       | N/A     | N/A     |
| Earth Science Tech, Inc.                                | -7.6%  | 21.9%   | -8.8%  | 38.20                        | 0.83     | 0.35            | (2.20)        | 41.9%     | -264.9%   | 45.95x  | 109.54x |
| Elev8 Brands, Inc.                                      | 20.9%  | 49.8%   | -19.8% | 0.04                         | 0.30     | 0.23            | (0.14)        | 77.7%     | -47.7%    | 0.14x   | 0.18x   |
| Eviana Health Corporation                               | -37.7% | -41.5%  | -65.5% | 9.08                         | 0.09     | 0.15            | (3.49)        | 164.7%    | N/A       | 96.50x  | 58.61x  |
| FBEC Worldwide, Inc.                                    | 0.0%   | 0.0%    | 0.0%   | 0.36                         | 0.00     | 0.00            | (1.49)        | 74.5%     | N/A       | 182.77x | 245.37x |
| FutureWorld Corp.                                       | 0.0%   | 0.0%    | 0.0%   | 0.52                         | 0.25     | 0.25            | (0.87)        | 100.5%    | -344.3%   | 2.06x   | 2.05x   |
| Gala Pharmaceutical, Inc.                               | -0.4%  | 23.3%   | -76.5% | 2.79                         | N/A      | (0.00)          | (3.57)        | N/A       | N/A       | N/A     | N/A     |
| Global Hemp Group Inc.                                  | -51.9% | -27.8%  | -59.4% | 12.16                        | 0.00     | (0.01)          | (4.65)        | -618.8%   | N/A       | N/A     | N/A     |



| Less than \$1m in Revenue                 | YTD    | 3 Month | 1 Year | Market Cap.<br>(In millions) | Revenues | Gross<br>Profit | Net<br>Income | GP Margin | NI Margin | P/Rev.  | P/GP     |
|---|--------|---------|--------|------------------------------|----------|-----------------|---------------|-----------|-----------|---------|----------|
| Greenhouse Solutions Inc.                 | 6.7%   | 14.3%   | -28.9% | 0.31                         | N/A      | N/A             | (0.39)        | N/A       | N/A       | N/A     | N/A      |
| Grey Cloak Tech Inc.                      | N/A    | -40.0%  | N/A    | 0.00                         | N/A      | N/A             | N/A           | N/A       | N/A       | N/A     | N/A      |
| Gridiron BioNutrients, Inc.               | -53.1% | -41.4%  | -81.2% | 2.51                         | 0.08     | (0.04)          | (0.91)        | -44.2%    | N/A       | 30.40x  | -68.80x  |
| Hemp Naturals, Inc.                       | -78.6% | -56.1%  | -10.0% | 58.45                        | N/A      | N/A             | (6.50)        | N/A       | N/A       | N/A     | N/A      |
| HempAmericana, Inc                        | -43.6% | 7.4%    | -33.7% | 23.16                        | N/A      | (0.03)          | (2.96)        | N/A       | N/A       | N/A     | -875.45x |
| Kona Gold Solutions, Inc.                 | 33.7%  | 41.3%   | 842.1% | 0.19                         | 0.83     | 0.77            | 0.20          | 92.9%     | 23.6%     | 0.22x   | 0.24x    |
| Limitless Venture Group Inc.              | 30.0%  | -22.0%  | 290.0% | 0.00                         | 0.00     | (0.01)          | (0.02)        | -329.6%   | -431.8%   | N/A     | N/A      |
| Marijuana Company of America,<br>Inc.     | -49.3% | -31.8%  | -73.2% | 0.49                         | 0.53     | 0.39            | (12.25)       | 74.3%     | N/A       | 0.92x   | 1.24x    |
| MYM Nutraceuticals Inc.                   | -43.3% | -50.8%  | -80.3% | 22.81                        | 0.63     | 0.33            | (14.76)       | 52.9%     | N/A       | 36.48x  | 68.97x   |
| NewLeaf Brands Inc.                       | -67.4% | -34.8%  | -67.4% | 6.80                         | 0.23     | 0.12            | (10.89)       | 50.7%     | N/A       | 29.67x  | 58.49x   |
| North American Cannabis<br>Holdings, Inc. | -68.0% | -42.9%  | -20.0% | 0.00                         | N/A      | N/A             | N/A           | N/A       | N/A       | N/A     | N/A      |
| Novus Acquisition & Development Corp.     | -21.1% | -23.0%  | -53.2% | 0.28                         | 0.10     | 0.09            | 0.02          | 96.0%     | 24.5%     | 2.89x   | 3.02x    |
| Nuvus Gro Corp.                           | 92.4%  | 76.7%   | -55.8% | 3.19                         | N/A      | (0.01)          | (0.87)        | N/A       | N/A       | N/A     | -216.54x |
| Omnicanna Health Solutions, Inc.          | -30.8% | -29.4%  | -61.3% | 0.63                         | N/A      | N/A             | (5.43)        | N/A       | N/A       | N/A     | N/A      |
| Ovation Science Inc.                      | 48.3%  | 8.5%    | N/A    | 10.31                        | 0.16     | 0.13            | (0.61)        | 83.5%     | -395.2%   | 66.30x  | 79.40x   |
| Peak Pharmaceuticals, Inc.                | -69.3% | -60.5%  | -74.5% | 2.88                         | N/A      | N/A             | (0.05)        | N/A       | N/A       | N/A     | N/A      |
| Phivida Holdings Inc.                     | -26.4% | -38.6%  | -47.4% | 25.17                        | 0.08     | 0.06            | (10.99)       | 79.8%     | N/A       | 313.03x | 392.51x  |
| Premier Biomedical, Inc.                  | -81.1% | -60.0%  | -95.8% | 0.22                         | 0.03     | (0.07)          | (1.02)        | -277.9%   | N/A       | 8.07x   | -2.91x   |

(Continued on next page)



Multiple year periods are calculated as the average annual return.

| Less than \$1m in Revenue              | YTD     | 3 Month | 1 Year | Market Cap.<br>(In millions) | Revenues | Gross<br>Profit | Net<br>Income | GP Margin | NI Margin | P/Rev.  | P/GP     |
|--|---------|---------|--------|------------------------------|----------|-----------------|---------------|-----------|-----------|---------|----------|
| Right On Brands, Inc.                  | -90.5%  | -82.0%  | -93.2% | 1.15                         | 0.34     | 0.13            | (6.27)        | 38.7%     | N/A       | 3.41x   | 8.82x    |
| Rocky Mountain High Brands, Inc.       | -52.4%  | -16.0%  | -55.9% | 10.90                        | 0.37     | 0.02            | (1.58)        | 5.3%      | -427.6%   | 29.56x  | 559.73x  |
| Vinergy Cannabis Capital Inc.          | -100.0% | N/A     | N/A    | 0.00                         | N/A      | N/A             | (1.24)        | N/A       | N/A       | N/A     | N/A      |
| Vitalibis, Inc.                        | -82.7%  | -80.2%  | -86.3% | 9.04                         | 0.22     | 0.10            | (4.72)        | 43.0%     | N/A       | 40.22x  | 93.59x   |
| Wanderport Corporation                 | -51.0%  | -35.5%  | 81.8%  | 6.43                         | N/A      | (0.02)          | (0.17)        | N/A       | N/A       | N/A     | -285.56x |
| Western Sierra Resource<br>Corporation | -78.4%  | -70.1%  | 322.8% | 6.14                         | 0.06     | 0.02            | (0.11)        | 30.6%     | -196.1%   | 110.07x | 359.90x  |
| Median                                 | -37.7%  | -28.6%  | -53.2% | \$2.79                       | \$0.14   | \$0.06          | (\$1.24)      | -50.1%    | -251.0%   | 29.62x  | 6.10x    |





#### Median Public Companies\*

The chart and graph (next page) illustrates public company multiples for the past 18 months

|                       | 6/30/19 | 3/31/19 | 12/31/18 | 9/30/18 | 6/30/18 | 3/31/18 | 12/31/17 | Average |
|-----------------------|---------|---------|----------|---------|---------|---------|----------|---------|
| Price / Revenues      | 13.61x  | 21.84x  | 34.95x   | 28.74x  | 13.27x  | 16.72x  | 21.32x   | 21.49x  |
| Price / Gross Profits | 24.19x  | 33.68x  | 5.40x    | 10.45x  | 17.07x  | 13.95x  | 12.15x   | 16.70x  |
| Price / Earnings      | -2.29x  | -3.38x  | -3.02x   | -3.43x  | -2.71x  | -4.95x  | -4.42x   | -3.46x  |
| MVIC / Revenues       | 16.86x  | 22.95x  | 36.16x   | 29.05x  | 19.97x  | 28.91x  | 30.03x   | 26.27x  |
| MVIC / Gross Profits  | 26.02x  | 24.41x  | 10.12x   | 11.90x  | 17.23x  | 14.32x  | 15.63x   | 17.09x  |
| MVIC / Earnings       | -3.24x  | -4.08x  | -3.50x   | -3.99x  | -4.10x  | -7.60x  | -5.97x   | -4.64x  |

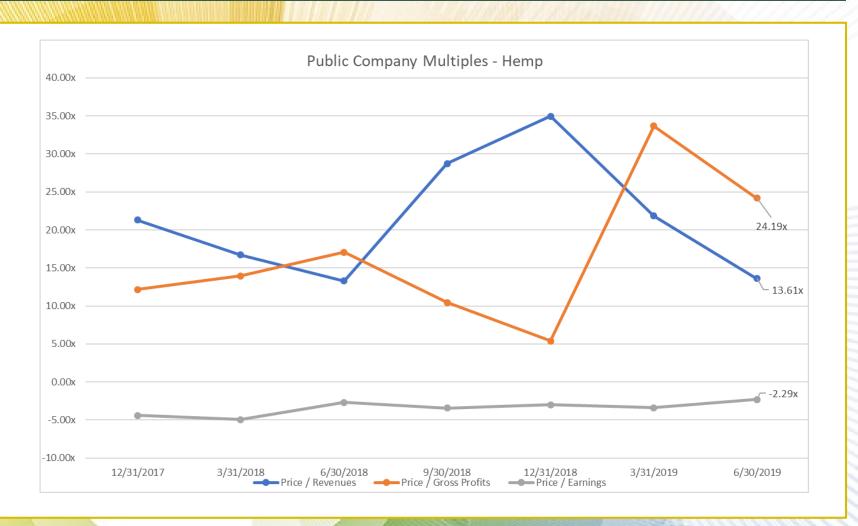
Multiples may vary from previous QIUs due to added public companies

\* Median numbers comprise of ALL public companies listed



Highest Multiple Median Multiple Lowest Multiple

#### **Public Company Multiples**





# Industry Initial Public Offerings: Ancillary Cannabis (dollars in millions, except share prices)

| 00000000 | 000000000    |  | THE RESERVE AND A SECOND | A Property of the Control of the Con |                  |                  |        |                   |                 |  |
|----------|--------------|--|--------------------------|--|------------------|------------------|--------|-------------------|-----------------|--|
| 100      | ffer<br>Oate | Company Name                                   | Offer<br>Price           | Shares<br>Offered  | Amount<br>Raised | Total<br>Assets* | Debt*  | LTM *<br>Revenues | LTM *<br>EBITDA | Shares Offered/Shares<br>Outstanding Post-Offering |
| 3/28     | 3/2019       | Ecofibre Limited                               | \$1.00                   | 20.00  | \$20.00          | \$020.84         | \$3.81 | \$17.81           | (\$7.45)        | 7%   |
| 1/11     | 1/2019       | Asia Cannabis Corp.                            | 0.25                     | 5.05   | 1.26             | 0.55             | 0.00   | 0.00              | 0.00            | 14%  |
| 11/1     | 5/2018       | Ovation Science Inc.                           | 0.30                     | 7.00   | 2.10             | 0.90             | 0.30   | 0.03              | 0.00            | 30%  |
| 8/30     | 0/2018       | Charlotte's Web Holdings, Inc.                 | 7.00                     | 14.30  | 100.10           | 27.56            | 0.57   | 54.14             | 18.44           | 15%  |
| 1/5/     | /2018        | Elixinol Global Limited                        | 1.00                     | 20.00  | 20.00            | 105.00           | 0.29   | 0.00              | (8.15)          | 19%  |
| 12/1     | 8/2017       | Phivida Holdings Inc.                          | 0.40                     | 12.50  | 5.00             | 0.85             | 0.00   | 0.01              | 0.00            | 32%  |
| 10/1     | 8/2016       | Creso Pharma Limited                           | 0.20                     | 25.00  | 5.00             | 0.00             | 0.00   | 0.00              | 0.00            | 43%  |
| 2/15     | 5/2012       | Aja Cannafacturing, Inc.                       | 0.01                     | 2.00   | 0.02             | 0.02             | 0.00   | 0.00              | 0.00            | 17%  |
| 9/16     | 6/2010       | Phoenix Life Sciences International<br>Limited | 0.01                     | 3.30   | 0.03             | 0.00             | 0.00   | 0.00              | 0.00            | 69%  |
| 10/2     | 3/2009       | Peak Pharmaceuticals, Inc.                     | 0.10                     | 0.41   | 0.04             | 0.01             | 0.00   | 0.00              | 0.00            | 9%   |
| 11/7     | 7/2008       | Northsight Capital, Inc.                       | 0.10                     | 0.55   | 0.06             | 0.00             | 0.00   | 0.00              | 0.00            | 39%  |
| 1/9/     | /2008        | Cann Global Limited                            | 0.20                     | 25.00  | 5.00             | 0.98             | 0.00   | 0.00              | 0.00            | 100%   |
|          |              | Median of all IPOs                             | \$0.40                   | 14.30  | \$5.0            | \$0.90           | 0.29   | 0.01              | 0.00            | 25%  |

\* LTM as of the closing date



### Reverse Merger/Backdoor IPO

|                     | 100                                 | Cannabis Co. LT   | M Information*  |               |                   |
|---------------------|-------------------------------------|---|-----------------|---------------|-------------------|
| Transaction<br>Date | Public Co. Being Acquired           | Cannabis Co (Acquirer) going Public   | LTM<br>Revenues | LTM<br>EBITDA | LTM<br>NET INCOME |
| 5/31/2019           | Anchor Capital Corporation          | Spyder Vapes Inc. (nka:Spyder Cannabis Inc.)                                | \$1.00          | (\$0.55)      | (\$0.84)          |
| 7/16/2018           | Harbour Star Capital Inc.           | 1011705 B.C. Ltd. (nka:EastWest Bioscience Inc.)                            | 0.04            | (1.27)        | (1.60)            |
| 6/29/2018           | Courtland Capital Inc.              | Tree of Knowledge, Inc. (nka:Tree of Knowledge International Corp.)         | 0.43            | (3.61)        | (3.91)            |
| 10/9/2017           | My Cloudz, Inc.                     | Gridiron BioNutrients, Inc.   | 0.00            | 0.00          | (0.16)            |
| 9/27/2017           | Armeau Brands Inc.                  | 271 Lake Davis Holdings, LLC (nka:Veritas Farms, Inc.)                      | 0.56            | (1.47)        | (1.86)            |
| 5/18/2017           | Laguna Blends Inc.                  | Iso International, LLC (nka:Isodiol International Inc.)                     | 0.36            | (3.03)        | (4.29)            |
| 3/31/2017           | Grey Cloak Tech Inc.                | ShareRails, LLC (nka:Grey Cloak Tech, Inc.)                                 | 0.17            | (0.85)        | (3.54)            |
| 3/13/2017           | American Housing Income Trust, Inc. | American Housing Income Trust, Inc. (nka:Corix Bioscience, Inc.)            | 0.00            | 0.00          | 0.00              |
| 12/22/2016          | Alternate Health Corp.              | Alternate Health Inc. (nka:Alternate Health Corp.)                          | 0.18            | (0.35)        | (0.50)            |
| 4/15/2016           | Genview Capital Corp.               | Dharma Distributors Ltd (nka:Hempco Food and Fiber Inc.)                    | 4.03            | 0.12          | 0.02              |
| 7/7/2015            | Global Gaming Network, Inc.         | Innovativ Media Group, Inc. (nka:Demand Brands, Inc.)                       | 0.00            | 0.00          | 0.00              |
| 2/3/2014            | Frontier Beverage Company, Inc.     | Frontier Beverage Company, Inc (nka:FBEC Worldwide, Inc.)                   | 0.00            | 0.00          | 0.00              |
| 2/28/2013           | Race Capital Corp.                  | Naturally Splendid Enterprises Ltd.   | 0.10            | (0.32)        | (0.13)            |
| 11/5/2012           | Savanna East Africa Inc.            | Algae International Group Inc. (nka:North American Cannabis Holdings, Inc.) | 0.00            | 0.00          | 0.00              |

International

\* LTM as of the closing date

### Reverse Merger/Backdoor IPO

|                     | Andrew Control of the | Cannabis Co. LT  | M Information*  |               |                   |
|---------------------|--|--|-----------------|---------------|-------------------|
| Transaction<br>Date | Public Co. Being Acquired  | Cannabis Co (Acquirer) going Public                              | LTM<br>Revenues | LTM<br>EBITDA | LTM<br>NET INCOME |
| 11/10/2011          | First Quantum Ventures, Inc.   | DiMi Telematics, Inc. (nka:Bespoke Extracts, Inc.)               | 0.00            | (0.38)        | (0.38)            |
| 3/23/2011           | Medical Marijuana, Inc.  | Hemp Deposit Distribution Corp. (nka:Medical Marijuana, Inc.)    | 0.00            | 0.00          | 0.00              |
| 3/21/2011           | Maggie Gold Property   | Arris Holdings Inc. (nka:Global Hemp Group Inc.)                 | 0.00            | 0.00          | (0.62)            |
| 1/25/2011           | Touchstone Mining Limited (nka:22nd Century Group, Inc.)   | 22nd Century Limited, LLC (nka:22nd<br>Century Group, Inc.)      | 0.05            | (0.93)        | (1.42)            |
| 9/23/2010           | Time Associates, Inc.  | Healthient, Inc. (nka:Curative Biosciences, Inc.)                | 0.00            | (0.56)        | (0.56)            |
| 5/21/2010           | Union Equity Inc.  | Union Equity Inc. (nka:Kona Gold Solutions, Inc.)                | 0.15            | 0.00          | 0.09              |
| 2/11/2010           | Green Star Mining Corp.  | HQ Global Education Inc.   | 37.41           | 13.30         | 10.60             |
| 12/8/2008           | EnerBrite Technologies Group, Inc.   | Rebel Oil Co., Inc. (nka:Limitless Venture Group Inc.)           | 0.00            | 0.00          | 0.00              |
| 7/14/2005           | Panamed Corp.  | ENDEXX Corp. (nka:CBD Unlimited, Inc.)                           | 0.00            | 0.00          | 0.00              |
| 11/1/2000           | Gibbs Construction, Inc.   | Gibbs Construction, Inc. (nka:Acacia Diversified Holdings, Inc.) | 5.65            | 0.41          | 0.35              |

International

\*LTM as of the closing date

|   | Transaction<br>Date    | 1 Target   | Acquirer  | Transaction<br>Size | %<br>Bought      | LTM<br>Revenues | LTM<br>EBITDA | EV/<br>Revenues | EV/<br>EBITDA |
|---|------------------------|--|---|---------------------|------------------|-----------------|---------------|-----------------|---------------|
|   | 6/11/2019              | Pure Ratios Holdings, Inc.   | Cannex Capital Holdings Inc. (nka:4Front Ventures Corp.)                | 8.16                | 100.0%           | N/A             | N/A           | N/A             | N/A           |
|   | 6/12/2019              | Shredibles LLC   | Indus Holdings, Inc.  | 0.24                | 70.0%            | N/A             | N/A           | N/A             | N/A           |
|   | 6/11/2019              | Green Leaf Company SAS   | Emmac Life Sciences Limited   | N/A                 | 100.0%           | N/A             | N/A           | N/A             | N/A           |
|   | 7/30/2019              | BioHemp Naturals   | MYM Nutraceuticals Inc.   | 4.72                | 50.0%            | N/A             | N/A           | N/A             | N/A           |
|   | 4/1/2019               | CBD Lifestyle Corp.  | River Wild Exploration Inc. (nka:CENTR Brands Corp.)                    | 14.30               | 100.0%           | N/A             | N/A           | N/A             | N/A           |
|   | 3/25/2019              | US Canniceuticals, LLC   | Strategic Management and Opportunity Corporation                        | \$0.20              | 100.0%           | N/A             | N/A           | N/A             | N/A           |
| 7 | 2/27/2019              | Fresh Hemp Foods Ltd. (dba<br>Manitoba Harvest)                                      | Tilray, Inc.  | \$414.11            | 100.0%           | N/A             | N/A           | N/A             | N/A           |
|   | 2/15/2019              | All Assets of Khrysos Global,<br>Inc./INXL Laboratories, Inc./INXL<br>Holdings, Inc. | Khrysos Industries Inc.   | 15.14               | 100.0%           | N/A             | N/A           | N/A             | N/A           |
|   | 1/15/2019              | Substantially All of the Assets of<br>Grander Distribution, LLC                      | TerrAscend Corp.  | 23.00               | 100.0%           | N/A             | N/A           | N/A             | N/A           |
|   | 12/17/2018             | Viverian   | Chemesis International Inc.   | 0.50                | 100.0%           | N/A             | N/A           | N/A             | N/A           |
|   | 11/22/2018             | ICC Labs Inc.  | Aurora Cannabis Inc.  | 288.77              | 100.0%           | 0.53            | 4.54          | 521.54x         | 61.32x        |
|   | 11/1/2018              | Eviana Inc.  | Eviana Health Corporation   | 0.50                | 100.0%           | N/A             | N/A           | N/A             | N/A           |
|   | 10/19/2018             | Hemp Extraction Technology Corp.   | EVITRADE Health Systems Corp. (nka:Theramed Health Corporation)         | 8.40                | 100.0%           | N/A             | N/A           | N/A             | N/A           |
|   | 7/26/2018<br>7/16/2018 | Pasa Verde, LLC Absorbent Concepts Inc.  | Nutritional High International Inc. Naturally Splendid Enterprises Ltd. | 7.06<br>0.64        | 100.0%<br>100.0% | N/A<br>1.08     | N/A<br>N/A    | N/A<br>0.59x    | N/A<br>N/A    |
|   | ., 10,2010             |  |   | 0.0 .               | . 55.576         | 1.00            | . 4// 1       | 0.00%           | 14//          |

International

|           | Transaction<br>Date | <sup>1</sup> Target  | Acquirer   | Transaction<br>Size | %<br>Bought | LTM<br>Revenues | LTM<br>EBITDA | EV/<br>Revenues | EV/<br>EBITDA |
|-----------|---------------------|--|--|---------------------|-------------|-----------------|---------------|-----------------|---------------|
|           | 6/18/2018           | 430,000-square-foot Greenhouse Complex near Valencia, Spain              | Freedom Leaf, Inc.   | 4.10                | 100.0%      | N/A             | N/A           | N/A             | N/A           |
|           | 6/4/2018            | Farmtiva, LLC  | Isodiol International Inc.                                       | 1.50                | 51.0%       | N/A             | N/A           | N/A             | N/A           |
| Š         | 5/31/2018           | Cash Crop Today Media LLC  | Global Hemp Group Inc.   | 0.14                | 50.0%       | N/A             | N/A           | N/A             | N/A           |
|           | 5/11/2018           | Thurella AG  | ORIOR MENU AG  | 48.65               | 65.2%       | 31.81           | 4.33          | 2.17x           | 15.96x        |
|           | 5/10/2018           | Haxxon AG  | Maricann B.V.  | 14.70               | 100.0%      | N/A             | N/A           | N/A             | N/A           |
|           | 4/17/2018           | Biosynthesis Pharma Group Limite   |  | 11.31               | 100.0%      | N/A             | N/A           | N/A             | N/A           |
| 4         | 4/4/2018            | Green Hemp Industries Ltd., Certai<br>Assets And Intellectual Property   | n<br>Canopy Growth Corporation                                   | 7.00                | 100.0%      | N/A             | N/A           | N/A             | N/A           |
|           | 3/15/2018           | Calyx Brands, Inc.   | Nutritional High International Inc.                              | 2.73                | 100.0%      | N/A             | N/A           | N/A             | N/A           |
| a         | 3/3/2018            | Bradley's Brand, LTD   | Isodiol International Inc.                                       | 0.34                | 100.0%      | N/A             | N/A           | N/A             | N/A           |
| Section 1 | 12/18/2017          | 7GENx LLC  | Doyen Elements, Inc.   | 4.20                | 100.0%      | N/A             | N/A           | N/A             | N/A           |
|           | 12/4/2017           | Larssen Ltd  | Aurora Cannabis Inc.   | 13.50               | 100.0%      | N/A             | N/A           | N/A             | N/A           |
|           | 10/16/2017          | Canna Relief Consulting Canada Inc.                                      | Terra Health Network Inc.  | 0.25                | 100.0%      | N/A             | N/A           | N/A             | N/A           |
|           | 10/12/2017          | Natures Hemp Corp.   | PUF Ventures Inc. (nka:AgraFlora<br>Organics International Inc.) | 0.60                | 100.0%      | N/A             | N/A           | N/A             | N/A           |
|           | 6/16/2017           | 91% of Alternate Medicine<br>Association LC and 91% Infused<br>Mfg., LLC | Quikflo Health Inc. (nka:1933 Industries Inc.)                   | 5.26                | 100.0%      | N/A             | N/A           | N/A             | N/A           |
|           | 6/8/2017            | CannaCanada Inc.   | MYM Nutraceuticals Inc.  | 0.16                | 75.0%       | N/A             | N/A           | N/A             | N/A           |

International

| Transaction<br>Date | 1 Target   | Acquirer   | Transaction<br>Size | %<br>Bought | LTM<br>Revenues | LTM<br>EBITDA | EV/<br>Revenues | EV/<br>EBITDA |
|---------------------|--|--|---------------------|-------------|-----------------|---------------|-----------------|---------------|
| 4/11/2017           | Assets and Brand of HempMed                          | MYM Nutraceuticals Inc.  | 0.98                | 100.0%      | N/A             | N/A           | N/A             | N/A           |
| 1/31/2017           | Mettrum Health Corp.                                 | Canopy Growth Corporation                                      | 428.93              | 100.0%      | 13.69           | (4.38)        | 29.56x          | -92.47x       |
| 12/30/2016          | Crowd 4 Seeds, Inc. (nka:Vitalibis, Inc.)            | Tycoon Lock Global Limited                                     | 0.27                | 65.7%       | N/A             | N/A           | N/A             | N/A           |
| 11/1/2016           | Groupe H.E.M.P.CA Inc.                               | Canopy Growth Corporation                                      | 2.27                | 75.0%       | N/A             | N/A           | N/A             | N/A           |
| 10/21/2016          | Elev8 Hemp, LLC                                      | PLAD, Inc. (nka:Elev8 Brands, Inc.)                            | 0.20                | 100.0%      | 5.00            | N/A           | 0.04x           | N/A           |
| 9/9/2016            | HealthTalk Live, Inc. (nka:Right On Brands, Inc.)    | N/A  | 0.21                | 69.9%       | 0.02            | (0.03)        | 17.10x          | -8.95x        |
| 4/1/2016            | Dia-Stron Limited                                    | Judges Scientific plc  | 2.75                | 100.0%      | N/A             | N/A           | N/A             | N/A           |
| 1/4/2016            | MariJ Agricultural, Inc.                             | Acacia Diversified Holdings, Inc.                              | 1.06                | 100.0%      | 0.26            | (0.59)        | 3.30x           | -1.44x        |
| 12/31/2015          | 93.4% in HempMeds Brasil and 20%<br>HempMeds PX      | %<br>Medical Marijuana, Inc.                                   | 13.88               | 100.0%      | N/A             | N/A           | N/A             | N/A           |
| 12/31/2015          | HempMeds PR Ventures, LLC and KannaMex, LLC          | HempMeds PX, LLC   | 13.88               | 100.0%      | N/A             | N/A           | N/A             | N/A           |
| 12/15/2015          | Hemp Oil Canada Inc.                                 | Fresh Hemp Foods Ltd.  | 42.00               | 100.0%      | 18.00           | 5.00          | 2.33x           | 8.40x         |
| 12/2/2015           | Chii Hemp Industries Inc.                            | Naturally Splendid Enterprises Ltd.                            | 0.21                | 100.0%      | 0.30            | N/A           | 0.70x           | N/A           |
| 7/17/2015           | Dollar Shots Club, LLC                               | Totally Hemp Crazy Inc. (nka:Rocky Mountain High Brands, Inc.) | 0.26                | 100.0%      | N/A             | N/A           | N/A             | N/A           |
| 11/18/2014          | Specialty Commodities LLC                            | Archer-Daniels-Midland Company                                 | 191.00              | 100.0%      | N/A             | N/A           | N/A             | N/A           |
| 10/3/2014           | Arkadia International, Inc. (nka:Freedom Leaf, Inc.) | N/A  | 0.10                | 92.7%       | 0.16            | N/A           | 0.69x           | N/A           |

International

| Transaction<br>Date | Target  | Acquirer   | Transaction<br>Size | %<br>Bought | LTM<br>Revenues | LTM<br>EBITDA | EV/<br>Revenues | EV/<br>EBITDA |
|---------------------|---|--|---------------------|-------------|-----------------|---------------|-----------------|---------------|
| 4/11/2017           | Ovation Research, Inc. (nka:Weed Growth Fund, Inc.)           | New Compendium Corporation                           | 0.98                | 100.0%      | N/A             | N/A           | N/A             | N/A           |
| 1/31/2017           | Kush, Inc.  | Cannabis Sativa, Inc.                                | 428.93              | 100.0%      | 13.69           | (4.38)        | 29.56x          | -92.47x       |
| 12/30/2016          | Hemp Technologies Ltd.  | Creative Edge Nutrition, Inc.                        | 0.27                | 65.7%       | N/A             | N/A           | N/A             | N/A           |
| 11/1/2016           | CB Scientific, Inc.   | HempTech Corporation (nka:Nuvus Gro Corp.)           | 2.27                | 75.0%       | N/A             | N/A           | N/A             | N/A           |
| 10/21/2016          | HempLife Today, LLC   | Global Links Corp.                                   | 0.20                | 100.0%      | 5.00            | N/A           | 0.04x           | N/A           |
| 9/9/2016            | Ultimate Novelty Sports Inc. (nka:Earth Science Tech, Inc.)   | N/A  | 0.21                | 69.9%       | 0.02            | (0.03)        | 17.10x          | -8.95x        |
| 4/1/2016            | VOX TRADING CO., LTD.   | House Foods Corporation (nka:House Foods Group Inc.) | 2.75                | 100.0%      | N/A             | N/A           | N/A             | N/A           |
| 1/4/2016            | Scrubnuts, Inc.   | Hemp, Inc  | 1.06                | 100.0%      | 0.26            | (0.59)        | 3.30x           | -1.44x        |
| 12/31/2015          | Attune Foods, LLC   | Post Foods, LLC                                      | 13.88               | 100.0%      | N/A             | N/A           | N/A             | N/A           |
| 12/31/2015          | Gala Global Inc. (nka:Gala Pharmaceutical, Inc.)              | IDG Ventures   | 13.88               | 100.0%      | N/A             | N/A           | N/A             | N/A           |
| 12/15/2015          | PharmaSphere, LLC, License for the use of TerraSphere Systems | e<br>CannaVest Laboratories, LLC                     | 42.00               | 100.0%      | 18.00           | 5.00          | 2.33x           | 8.40x         |
|                     | Eco-Friendly Power Technologies Corp. (nka:420 Property       | ,  |                     |             |                 |               |                 |               |
| 12/2/2015           | Management, Inc.)   | N/A  | 0.21                | 100.0%      | 0.30            | N/A           | 0.70x           | N/A           |
| 7/17/2015           | Gichner Systems Group, Inc.                                   | Kratos Defense & Security Solutions, Inc.            | 0.26                | 100.0%      | N/A             | N/A           | N/A             | N/A           |
| 11/18/2014          | Green Technology Solutions, Inc.                              | Middle Island Consortium                             | 191.00              | 100.0%      | N/A             | N/A           | N/A             | N/A           |
| 10/3/2014           | Northsight Capital, Inc.                                      | N/A  | 0.10                | 92.7%       | 0.16            | N/A           | 0.69x           | N/A           |
|                     | Median of the M&A Transaction Targ                            | gets   | \$1.70              | 100.0%      | \$0.53          | (\$0.02)      | 2.33x           | -1.44x        |



Singer Lewa

#### M&A Transactions for Each Year

| Year | Number of Acquisitions |  |  |
|------|------------------------|--|--|
| 2019 | 9*                     |  |  |
| 2018 | 15                     |  |  |
| 2017 | 8                      |  |  |
| 2016 | 5                      |  |  |
| 2015 | 5                      |  |  |
| 2014 | 7                      |  |  |
| 2013 | 3                      |  |  |
| 2012 | 3                      |  |  |
| 2011 | 0                      |  |  |
| 2010 | 5                      |  |  |

\* As of June 30, 2019



SINGERLEWAK is a nationally recognized full service accounting, advisory, tax and business valuation firm that has provided independent financial advisory and valuation services in thousands of situations for more than 50 years. These assignments include the valuation of companies and pass-through entities, their securities, and their intangible assets ranging in size from small, closely-held businesses and startups, to corporations with market values over a billion dollars, covering almost every industry and all types of transactions. With the collective backgrounds of our managing directors and professional staff, SingerLewak brings substantial large deal experience to bear on our middle market transaction opinions. SingerLewak utilizes proprietary research, intensive due diligence, and the experience and insights of its professionals to produce thoughtful, well-documented opinions that have consistently withstood the scrutiny of clients and their advisors, investors, regulators, and courts.

This industry research is provided at no charge to SingerLewak valuation clients and cannabis contacts. Values obtained from Capital IQ database. Research or detailed information not covered in this report can be obtained for a fee. Contact Vanita Spaulding at vspaulding@singerlewak for additional information or questions in connection with this research report.



**Definitions of Financial Terms Used in this Quarterly Industry Update:** 

Enterprise Value (EV): Market Value of Equity + Market Value of Debt — Cash

Earnings Before Interest, Taxes, Depreciation and Amortization (EBITDA): Profitability metric sometimes also referred to as operating profit or operating earnings.

Gross Cash Flows: Net Income + Depreciation and Amortization Expense

Latest Twelve Months (LTM): Financial information is as of the latest twelve months through the date of this Quarterly Industry Update.

Gross Profit (GP): Revenues — Cost of Goods Sold

Market Value of Invested Capital (MVIC) - Market Value of Equity + Market Value of Debt + Cash and Cash Equivalents; or EV+Cash

**Price (P):** Price is stated in US Dollars as of the report date.

Disclosures and Limitations: This research report is for informational and discussion purposes only. Information presented herein is not investment advice of any kind to any person and does not constitute a recommendation as to the purchase or sale of any interests or as to any other course of action. General, financial, and statistical information concerning the details of this report and related industry are from sources SingerLewak believes to be reliable.

SingerLewak has accurately reflected such information in this research report; however, SingerLewak makes no representation as to the sources' accuracy or completeness and has accepted this information without further verification. Neither all nor any part of the content of this report may be conveyed to the public through advertising, public relations, news, sales, mail, direct transmittal, or other media without the prior written consent of SingerLewak. SingerLewak's research is as of the date reported herein. SingerLewak has no affiliation with any of the companies comprising the industry used as a basis for research in this report, nor does SingerLewak hold any investments in the companies listed herein. The content of this report may be used, in part, as a basis for any work that SingerLewak performs for you in the future at the sole discretion of SingerLewak. THIS REPORT IS NOT TO BE USED OR CONSIDERED UNDER ANY CIRCUMSTANCE BY ANYONE AS INVESTMENT ADVICE.