

May 5, 2020



Frankly Inc. Concludes Private Placement And Bonus Share Issuance To Arm's Length Investor

TORONTO, May 5, 2020 /CNW/ --**Frankly Inc. ("Frankly" or the "Company") (TSX-V: TLK) (OTCQX: FRNKF)** announces that, further to its news release of April 17, 2020, it has completed the issuance of an aggregate of 1,364,952 common shares to EB Acquisition Company, LLC, for gross proceeds of \$286,640.



EB Acquisition Company, LLC is an arm's length party and lender to the Company under an existing loan agreement providing for a revolving line of credit facility which was previously announced by the Company on January 7, 2020. Of the 1,364,952 shares issued, a total of 716,600 shares were issued to EB Acquisition Company, LLC at a price of \$0.40 per common share pursuant to the private placement policies of the TSX Venture Exchange (the "Private Placement Shares"). The remaining 648,352 shares were issued to EB Acquisition Company, LLC as bonus shares under the loans, bonuses, finder's fees and commissions policies of the TSX Venture Exchange (the "Bonus Shares"), in connection with an amendment to the Company's loan agreement, which provided for the issuance of the Bonus Shares in the event EB Acquisition Company, LLC subscribed for the Private Placement Shares at a price per share not less than \$0.40.

The shares issued to EB Acquisition Company, LLC are subject to statutory hold periods of four months and a day, as well as restrictions on transfer required under securities laws of the United States.

The securities of Frankly have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), and may not be offered, sold or resold within the United States, or to or for the account or benefit of any U.S. person, unless the securities are registered under the U.S. Securities Act, or an exemption from the registration requirements of the U.S. Securities Act is applicable. This news release shall not constitute an offer to sell or the solicitation of an offer to buy any securities of the Company, nor shall there be any sale of securities of the Company, in the United States in which such offer, solicitation or sale would be unlawful.

About Frankly Media

Frankly Media provides a complete suite of solutions that give publishers a unified workflow for the creation, management, publishing and monetization of digital content to any device, while maximizing audience value and revenue.

Frankly's products include a groundbreaking online video platform for Live, VOD and Live-to-VOD workflows, a full-featured CMS with rich storytelling capabilities, as well as native apps for iOS, Android, Apple TV, Fire TV and Roku.

Frankly also provides comprehensive advertising products and services, including direct sales and programmatic ad support. With the release of its server-side ad insertion (SSAI) platform, the company has been positioned to help video producers take full advantage of the growing market in addressable advertising. The company is headquartered in New York with offices in Atlanta. Frankly Media is publicly traded under ticker TLK on Canada's TSX Venture Exchange. For more information, visit www.franklymedia.com

Cautionary Statement on Forward-Looking Information

This news release contains forward-looking statements. Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of Frankly to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. These forward-looking statements include, but are not limited to, statements relating to the Company and its business. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects" or "does not expect", "is expected", "estimates", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or state that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved. In respect of the forward-looking statements and information made in this news release, Frankly has provided such statements and information in reliance on certain assumptions that they believe are reasonable at this time, however there can be no assurance that any of the forward-looking statements will occur as contemplated in this news release. 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, including but not limited to, general market conditions and business risks, including resulting from the ongoing COVID-19 pandemic. The forward-looking statements contained in this news release are made as of the date of this release and, accordingly, are subject to change after such date. Frankly does not assume any obligation to update or revise any forward-looking statements, whether written or oral, that may be made from time to time by Frankly or on its behalf, except as required by applicable law.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

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