

November 15, 2017



# **iAnthus Obtains Receipt for Final Prospectus and Announces Results of Annual and Special Shareholder Meeting**

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NEW YORK, NY and TORONTO, ON--(Marketwired - November 15, 2017) - iAnthus Capital Holdings, Inc. ("iAnthus" or "the Company"), (CSE: [IAN](#)) (CSE: [IAN.CN](#)) (CNSX: [IAN](#)) (OTCQB: [ITHUF](#)), which owns, operates, and partners with licensed cannabis operations throughout the United States, is pleased to announce that it has received a receipt for its (final) short form prospectus dated November 14, 2017 (the "Final Prospectus") in connection with a proposed "best efforts" public offering of up to 6,150,000 common shares of the Company at a price of \$1.70 per common share (the "Offering"). The Final Prospectus was filed with the securities regulatory authorities in all provinces of Canada, except Québec, and is available under the Company's SEDAR profile at [www.sedar.com](http://www.sedar.com).

The Offering is being conducted through a syndicate of agents led by Canaccord Genuity Corp. and including Beacon Securities Limited, Cormark Securities Inc., Echelon Wealth Partners Inc., and Haywood Securities Inc. (collectively, the "Agents"). The Company has granted the Agents an option, exercisable for a period of 30 days following the closing of the Offering, to arrange for the sale of up to an additional 15% of the common shares sold under the Offering for market stabilization purposes.

The Company expects to close the Offering on or around November 21, 2017. The Offering is subject to customary closing conditions, including regulatory approvals. The Company is proposing to use the net proceeds of the Offering for acquisition financing, other capital projects and general corporate purposes.

The securities being offered have not been, nor will they be, registered under the United States *Securities Act of 1933*, as amended, and may not be offered or sold in the United States or to, or for the account or benefit of, U.S. persons absent registration or an applicable exemption from the registration requirements. This news release will not constitute an offer to sell or the solicitation of an offer to buy nor will there be any sale of the securities in any State in which such offer, solicitation or sale would be unlawful.

## **Annual and Special Meeting of Shareholders**

The Company also announces the results of its 2017 Annual and Special Meeting of shareholders (the "Meeting") held on November 14, 2017.

All director nominees listed in the information circular for the Meeting were elected as

directors of iAnthus.

At the Meeting, iAnthus shareholders also: (i) re-appointed BDO Canada LLP, Chartered Professional Accountants, as auditors of the Company, (ii) approved the iAnthus Class A Share Option Plan, and (iii) authorized and approved an alteration of the Articles of the Company, all as more particular described in the information circular for the Meeting.

### **About iAnthus Capital Holdings, Inc.**

iAnthus Capital Holdings, Inc. provides investors diversified exposure to best-in-class licensed cannabis cultivators, processors and dispensaries throughout the United States. Founded by entrepreneurs with decades of experience in operations, investment banking, corporate finance, law and healthcare services, iAnthus provides a unique combination of capital and hands-on operating and management expertise. The Company harnesses these skills to support operations across five states. For more information, visit [www.iAnthuscapital.com](http://www.iAnthuscapital.com).

### **Forward Looking Statements**

Statements in this news release that are forward-looking statements are subject to various risks and uncertainties concerning the specific factors disclosed here and elsewhere in iAnthus' periodic filings with Canadian securities regulators. When used in this news release, words such as "will, could, plan, estimate, expect, intend, may, potential, believe, should," and similar expressions, are forward-looking statements.

Forward-looking statements may include, without limitation, statements relating to the proposed Offering, the proposed use of proceeds of the Offering, the proposed closing date of the Offering, and other statements of fact.

Although iAnthus has attempted to identify important factors that could cause actual results, performance or achievements to differ materially from those contained in the forward-looking statements, there can be other factors that cause results, performance or achievements not to be as anticipated, estimated or intended, including, but not limited to: dependence on obtaining regulatory approvals; investing in target companies or projects which have limited or no operating history and are engaged in activities currently considered illegal under U.S. Federal laws; change in laws; limited operating history; reliance on management; requirements for additional financing; competition; hindering market growth and state adoption due to inconsistent public opinion and perception of the medical-use and adult-use marijuana industry and; regulatory or political change.

There can be no assurance that such information will prove to be accurate or that management's expectations or estimates of future developments, circumstances or results will materialize. As a result of these risks and uncertainties, the results or events predicted in these forward-looking statements may differ materially from actual results or events.

Accordingly, readers should not place undue reliance on forward-looking statements. The forward-looking statements in this news release are made as of the date of this release. iAnthus disclaims any intention or obligation to update or revise such information, except as required by applicable law, and iAnthus does not assume any liability for disclosure relating to any other company mentioned herein.

The Canadian Securities Exchange has not reviewed, approved or disapproved the content of this news release.

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