

October 24, 2022



# ZIVO Bioscience Announces Plans for a New Streamlined, Focused Corporate Structure and Establishes the ZIVOLife Agtech Business

*ZIVOLife to be Granted Exclusive Worldwide Limited License to ZIVO Bioscience Intellectual Property for the Production and Supply of Whole Biomass Algal Products*

*Conference call to be held in early November*

BLOOMFIELD HILLS, Mich.--(BUSINESS WIRE)-- **Zivo Bioscience, Inc. (NASDAQ: ZIVO) (the “Company”)**, a biotech/agtech R&D company engaged in the development of therapeutic, medicinal and nutritional product candidates derived from proprietary algal cultures, today announced plans to create ZIVOLife LLC (“ZIVOLife”), a newly formed wholly-owned subsidiary, to streamline the Company’s corporate structure, better capitalize on the global agtech market opportunity and accelerate progress toward generating revenue from the Company’s proprietary algae biomass.

“Today’s news is a transformative development for ZIVO Bioscience because the structure of the Company’s operations will allow for a new era of innovation, financial leverage and focus. Executing on the strategy discussed in my recent letter to shareholders, this strategic direction advances the unique opportunity we hold in being able to manufacture at commercial scale a consistent, quality product that is attractive to potential customers and partners alike,” said John Payne, President and Chief Executive Officer of ZIVO Bioscience.

Under the new corporate structure, ZIVO Bioscience will grant ZIVOLife an exclusive worldwide limited license to the Company’s intellectual property related to proprietary algal cultures, for the production and supply of whole algae biomass products from ZIVO Bioscience’s proprietary algal cultures for limited application for human consumption and skincare, excluding all animal and pharmaceutical (human and animal) applications. ZIVOLife will, in turn, enter into long-term strategic sales, marketing and distribution agreements.

Upon the signing of a definitive license agreement, ZIVO Bioscience will be eligible to receive royalty payments from ZIVOLife for the licensed use of the Company’s proprietary algal cultures and farming technology used in production, and will grant ZIVOLife rights to the ZIVO name. The new structure allows ZIVOLife to raise capital from third parties to advance and expand its business. The Company believes these transactions should create substantial value for ZIVO Bioscience stakeholders by accelerating the path to revenue,

sharpening its strategic focus on biotechnology products and expanding growth opportunities. To the extent ZIVOLife attracts additional third-party investment in the future, ZIVO Bioscience's interest in the operations of ZIVOLife may be diluted.

"ZIVO Bioscience has made important progress to date, yet there is much more to do that is best accomplished under this new structure. As the Company's Biotechnology and Agricultural business segments continue to grow, so do their differences and the need for separate structures and operations. The creation of ZIVOLife continues this evolution by enabling each segment to pursue distinct growth strategies while allowing ZIVO Bioscience shareholders to participate in the success of both companies," added Mr. Payne.

With separate business structures, ZIVO Bioscience and ZIVOLife will be better positioned to:

- Focus on their core strategic priorities, with distinct capital structures and financial targets that best support their markets, opportunities and success;
- Execute with increased agility and operational flexibility, deploying capital and resources in a manner consistent with those strategic priorities;
- Optimize each business for profitable growth;
- Attract and retain talent that's best suited for distinct businesses and geographies; and
- Provide a clear investment thesis and transparency to attract investors that are most appropriate for each company.

In addition, ZIVOLife announces the appointment of ZWorldwide Inc. ("ZWorldwide") as the first, exclusive authorized global reseller and distributor of algae products produced by ZIVOLife. ZWorldwide is a Florida-based company created for the specific purpose of distributing ZIVOLife algae products for human consumption in raw powdered form. Due to its nutrition profile, algae-based products are intended to be used as a food or food ingredient and are not to be used in the treatment of ailments, disease or other health issues.

With responsibility for production and supply, ZIVOLife holds the right to sublicense algal culture and farming technology to contracted growers, but will maintain control of global inventory to be re-sold and distributed through its distribution agreements such as the one with ZWorldwide. This structure enables ZIVOLife to pursue global market opportunities by commercializing products in geographies that are conducive to the proprietary algae technology.

## **Conference Call**

ZIVO Bioscience management will host a conference call in early November to discuss this new corporate structure and answer questions. Details regarding the date, time and how to participate will be provided in a separate news release.

## **About ZIVO Bioscience, Inc.**

ZIVO Bioscience is a research and development company with an intellectual property portfolio comprised of proprietary algal and bacterial strains, biologically active molecules and complexes, production techniques, cultivation techniques and patented or patent-pending inventions for applications in human and animal health. Please visit

[www.zivobioscience.com](http://www.zivobioscience.com) for more information.

## **About ZIVOLife LLC**

ZIVOLife was established to engage in the business of producing and supplying natural algal products produced using a proprietary algal culture licensed from ZIVO Bioscience, Inc.

## **Forward Looking Statements**

Except for any historical information, the matters discussed in this press release contain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Although ZIVO believes that we have a reasonable basis for each forward-looking statement, we caution you that these statements are based on a combination of facts and factors currently known by us and our expectations of the future, about which we cannot be certain. Our actual future results may be materially different from what we expect due to factors largely outside our control, including risks that our strategic partnerships may not facilitate the commercialization or market acceptance of our products; risks that our products may not be ready for commercialization in a timely manner or at all; risks that our products will not perform as expected based on results of our pre-clinical and clinical trials; our ability to raise additional funds; uncertainties inherent in the development process of our products; changes in regulatory requirements or decisions of regulatory authorities; the size and growth potential of the markets for our products; the results of clinical trials, our ability to protect our intellectual property rights and other risks, uncertainties and assumptions, including those described under the heading "Risk Factors" in our filings with the Securities and Exchange Commission. These forward-looking statements speak only as of the date of this press release and ZIVO undertakes no obligation to revise or update any forward-looking statements for any reason, even if new information becomes available in the future.

View source version on businesswire.com:

<https://www.businesswire.com/news/home/20221024005866/en/>

### **ZIVO Bioscience, Inc.**

Keith Marchiando, Chief Financial Officer

(248) 452-9866 x130

[kmarchiando@zivobioscience.com](mailto:kmarchiando@zivobioscience.com)

### **LHA Investor Relations**

Tirth T. Patel

(212) 201-6614

[tpatel@lhai.com](mailto:tpatel@lhai.com)

Source: Zivo Bioscience, Inc.