BUSINESS OVERVIEW

JULY 2018

DISCLAIMERS

This presentation of Fire Cannabis Inc. (the “Company” or “SLANG”) is for information only and shall not constitute an offer to buy, sell, issue or subscribe for, or the solicitation of an offer to buy, sell or issue, or subscribe for any securities in any jurisdiction in which such offer, solicitation or sale would be unlawful. The information contained herein is subject to change without notice and is based on publicly available information, internally developed data and other sources. Where any opinion or belief is expressed in this presentation, it is based on the assumptions and limitations mentioned herein and is an expression of present opinion or belief only. No warranties or representations can be made as to the origin, validity, accuracy, completeness, currency or reliability of the information. SLANG disclaims and excludes all liability (to the extent permitted by law), for losses, claims, damages, demands, costs and expenses of whatever nature arising in any way out of or in connection with the information in this presentation, its accuracy, completeness or by reason of reliance by any person on any of it. This presentation should not be construed as legal, financial or tax advice to any individual, as each individual’s circumstances are different. Readers should consult with their own professional advisors regarding their particular circumstances. The information contained in this presentation is not directed to persons or entities resident in the United States and does not constitute an offer or solicitation of an offer of securities in the United States or in any other jurisdiction in which such an offer or solicitation is not authorized or to any person to whom it is unlawful to make such an offer or solicitation.

EXPLANATORY NOTE REGARDING THE COMPANY AND PROPOSED TRANSACTIONS

SLANG has entered into non-binding letters of intent with respect to (i) the proposed acquisition of National Concessions Group, Inc. (“NCG”) and an option (the “Organa Brands Option”) to acquire NS Holdings, Inc. and Allied Concessions Group, Inc. (collectively with NCG, “Organa Brands”) (collectively, the “Organa Brands Transaction”), (ii) the proposed acquisition of NWT Holdings, LLC (“Firefly”) (the “Firefly Transaction”), (iii) a proposed collaboration and license agreement with Agripharm Corp. (“Agripharm”) (the “Agripharm Transaction”), and (iv) a proposed strategic partnership with Greenlane Holdings LLC (“Greenlane”) (collectively with the Organa Brands Transaction, the Firefly Transaction and the Agripharm Transaction, the “Proposed Transactions”). The closing of the Proposed Transactions and the exercise of the Organa Brands Option are subject to normal commercial risks, in that such transactions may not be completed on the terms negotiated or at all. Please see the risk factors set forth in Schedule “B”.

All references in this presentation to “Fire Cannabis Inc.”, “SLANG”, the “Company”, “we”, “us”, “our” and similar references assume the completion of the Proposed Transactions. Please see “Forward-Looking Statements” and “Future Oriented Financial Information”.

FORWARD-LOOKING STATEMENTS

Certain statements in this presentation are “forward-looking statements”. Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions or future events or performance (often, but not always using words or phrases such as “expect”, “seek”, “endeavour”, “anticipate”, “plan”, “estimate”, “believe”, “intend”, or stating that certain actions, events or results may, could, would, might or will occur or be taken, or achieved) are not statements of historical fact and may be “forward-looking statements”. Forward-looking statements are based on expectations, estimates and projections at the time the statements are made and involve significant known and unknown risks, uncertainties and assumptions which would cause actual results or events to differ materially from those presently anticipated, including, but not limited to, those risk factors set forth in Schedule “B” to this presentation. A number of factors could cause actual results, performance or achievements to be materially different from any future results, performance or achievements that may be expressed or implied by such forward- looking statements. Should one or more of these risks or uncertainties materialize, or should assumptions underlying the forward-looking statements prove incorrect, actual results, performance or achievements could vary materially from those expressed or implied by the forward-looking statements contained in this document. Investors should not place undue reliance on these forward-looking statements. Although the forward-looking statements contained in this document are based upon what management of SLANG currently believes to be reasonable assumptions, SLANG cannot assure prospective investors that actual results, performance or achievements will be consistent with these forward-looking statements. Except as required by law, SLANG does not have any obligation to advise any person if it becomes aware of any inaccuracy in or omission from any forward-looking statement, nor does it intend, or assume any obligation, to update or revise these forward-looking statements to reflect new events or circumstances.

FUTURE ORIENTED FINANCIAL INFORMATION

To the extent any forward-looking information in this presentation constitutes “future-oriented financial information” or “financial outlooks” within the meaning of applicable Canadian securities laws, such information is being provided to demonstrate the anticipated market penetration and the reader is cautioned that this information may not be appropriate for any other purpose and the reader should not place undue reliance on such future-oriented financial information and financial outlooks. Future-oriented financial information and financial outlooks, as with forward-looking information generally, are, without limitation, based on the assumptions and subject to the risks set out above under the heading “Forward-Looking Statements”. The Company’s actual financial position and results of operations may differ materially from management’s current expectations and, as a result, the Company’s revenue and expenses may differ materially from the revenue and expenses profiles provided in this presentation. Such information is presented for illustrative purposes only and may not be an indication of the Company’s actual financial position or results of operations.

USE OF NON-IFRS MEASURES

This presentation refers to EBITDA because certain investors may use this information to assess SLANG's performance and also determine SLANG's ability to generate cash flow. EBITDA means earnings before interest, taxes, depreciation and amortization and is a measurement of financial performance without having to factor in financing decisions, accounting decisions or tax environments. It is similar to Net Income with some factors of non-operating expenses added back into the value: Net Income plus interest plus depreciation plus taxes plus amortization expense. This data is furnished to provide additional information and is a non-IFRS measure and does not have any standardized meaning prescribed by IFRS. It should not be considered in isolation as a substitute for measures of performance prepared in accordance with IFRS and is not necessarily indicative of operating costs presented under IFRS.

MARKET RESEARCH AND PUBLIC DATA

This presentation also contains or references certain market, industry and peer group data which is based upon information from independent industry publications, market research, analyst reports and surveys and other publicly available sources. Although the Company believe these sources to be generally reliable, such information is subject to interpretation and cannot be verified with complete certainty due to limits on the availability and reliability of raw data, the voluntary nature of the data gathering process and other inherent limitations and uncertainties. The Company has not independently verified any of the data from third party sources referred to in this presentation and accordingly, the accuracy and completeness of such data is not guaranteed.

This document is confidential and is being provided to you solely for your information and may not be reproduced, in whole or in part, in any form or forwarded or further distributed to any other person. Any forwarding, distribution or reproduction of this document, in whole or in part, is unauthorized. By accepting and reviewing this document, you acknowledge and agree (i) to maintain the confidentiality of this document and the information contained herein, (ii) to protect such information in the same manner you protect your own confidential information, which shall be at least a reasonable standard of care and (iii) to not utilize any of the information contained herein except to assist with your evaluation of the company.

RESALE RESTRICTIONS

The securities are being offered on a private placement basis in reliance upon prospectus or registration exemptions under applicable securities legislation. Resale of the securities offered will be subject to restrictions under applicable securities legislation, which will vary depending on the relevant jurisdiction.

CAUTIONARY NOTE TO UNITED STATES INVESTORS

This presentation does not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of securities of the Company in any jurisdiction in which an offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of such jurisdiction. The securities of the Company described herein have not been and will not be registered under the United States federal or state securities laws and may not be offered or sold in the United States, or to, or for the account or benefit of, "U.S. Persons" as such term is defined in Regulation S under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), unless an exemption from registration is available. Prospective investors will be required to represent, among other things, that they meet the definition of "accredited investor" (as defined in Rule 501(a) of the U.S. Securities Act) and are familiar with and understand the terms of the offering and have all requisite authority to make such investment. Securities sold in the United States will be "restricted securities" within the meaning of Rule 144 under the U.S. Securities Act. The securities may be resold, pledged or otherwise transferred only pursuant to an effective registration statement under the U.S. Securities Act or pursuant to an applicable exemption from the registration requirements of the U.S. Securities Act.

WARNING

This is not just a powerpoint of agency created brands that nobody has ever heard of or used, with unrealistic assumptions around growth and financial performance being pushed by capital markets promoters

- **SLANG and its subsidiaries have real businesses**
- **SLANG has real revenues and EBITDA**
- **SLANG has a real portfolio of brands that are already established and being sold in markets around the world**
- **SLANG has a strong management team of operators with real experience and success in the cannabis industry**
- **SLANG has a clear vision and path to increased global industry leadership**

SLANG WORLDWIDE

SLANG WORLDWIDE IS A MULTI-NATIONAL COMPANY BUILDING A PLATFORM THAT MANUFACTURES, BRANDS, DISTRIBUTES, AND MARKETS CANNABIS CONSUMER PRODUCTS.

WE ARE BUILDING ONE OF THE LARGEST CANNABIS COMPANIES IN THE WORLD

CONSUMER CENTRIC PRODUCT PORTFOLIO

- Vape Pens and Disposables
- Concentrates
- Edibles
- Hardware
- Beverages
- Flower

BEST IN CLASS BRAND BUILDER

- OpenVAPE
- BAKKED
- Green House Seed Co.
- Strain Hunters – Purveyors of Fine Landraces
- District Edibles
- Magic Buzz
- Firefly

WIDESPREAD DISTRIBUTION

10
States in the US

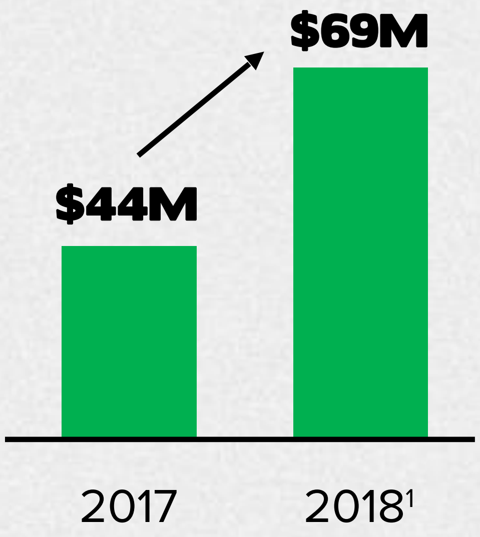
1,500+
Stores selling products

1
Products sold on average every 4 seconds across the US

5
Continents where SLANG products are sold

STRONG FINANCIAL PERFORMANCE

PORTFOLIO REVENUE



1) $69 million YE projection is based on May 2018 YTD results.

BUILDING FROM A STRONG FOUNDATION

WE FOCUS ON PRODUCING HIGH QUALITY CANNABIS PRODUCTS AND DISTRIBUTE THEM GLOBALLY

WE SPECIALIZE IN THE HIGHEST VALUE SEGMENTS OF THE SUPPLY CHAIN

CULTIVATION

MANUFACTURING

Extracting, refining, and distilling cannabis to create high-quality oil

BRANDING

Branding and packaging a wide variety of cannabis consumer goods

DISTRIBUTION

Distributing to retail stores and consumers

RETAIL

WE ARE STRATEGICALLY ALIGNED WITH SOME OF THE LARGEST CANNABIS COMPANIES IN THE WORLD

ORGANA BRANDS

- Founded in 2010, Organa Brands is a leading cannabis distributor in the United States. The company distributes product to 1,500 stores across 10 states, Jamaica, and Canada.
- SLANG & Organa Brands entered into an LOI in respect to the Organa Brands Transaction.

greenlane

- A leading distributor of cannabis-related peripherals in the world, servicing 9,000 retail outlets in North America.
- SLANG & Greenlane have entered into an LOI with respect to a proposed strategic partnership agreement.

Green House Seed Co.

- Globally recognized leaders in cannabis genetics, marketing and distributing cannabis products, with 32+ year history and over 40 cannabis cups won.
- Green House Brands has granted the exclusive right of first refusal to SLANG to license its brand portfolio in the United States.

CANOPY GROWTH CORPORATION

- World-leading diversified cannabis company, offering distinct brands and curated cannabis varieties in dried, oil, and capsule forms. The company has operations in seven countries and manages over 3M sq. ft. of licensed cultivation.
- SLANG & Canopy Growth have a strategic relationship and conditional collaboration agreement.

AGRIPHARM

- Vertically integrated, fully-licensed, Canadian LP. The facility is operated as a joint venture between Organa Brands, Green House North America, and Canopy Growth Corp.
- SLANG & Agripharm have entered into an LOI with respect to a proposed strategic partnership arrangement.

WE ARE LED BY A WORLD CLASS MANAGEMENT TEAM

PETER MILLER

Co-founder, CEO
SLANG Worldwide

Peter is an experienced entrepreneur with successful exits and 10 years of executive experience. He is currently the CEO of the Canadian cultivation facility Agripharm. Peter co-founded Mettrum Health Corp. In years prior, Peter worked in corporate development at Esri Canada and brings with him a strong background in agriculture, operations and tech.

JEREMY HEIDL

Co-Founder, President
Organa Brands International

Jeremy is a serial entrepreneur with nearly a decade of experience in the cannabis industry. He started his first business, a trucking company, at the age of 21. At 24, he led the acquisition of a 27-year-old heavy equipment distributor, adding a second company to his entrepreneurial portfolio. In 2010, he recognized yet another opportunity, this time in the cannabis industry, and liquidated his assets and moved to Colorado to launch what eventually became O.penVAPE.

CHRIS McELVANY

Chief Technology Officer
Organa Brands

Chris co-founded O.penVAPE, Inc. and currently serves as Organa Brands' Chief Technology Officer. For the past 6 years, Chris has been responsible for all product operations at Organa Brands and its network of extraction labs across North America. Chris has more than 18 years of horticultural experience and is a graduate of Texas A&M where he studied agricultural economics.

MIKE RUTHERFORD

VP Finance
SLANG Worldwide

Mike is a CPA, CA with over 10 years of both public and private accounting experience, planning and managing the financial strategy of emerging companies. He is currently the Director of Finance of the Canadian cultivation facility Agripharm. Mike has a history of being able to bring a structured approach to growing companies to facilitate fast-paced growth.

BILLY LEVY

Co-founder, President
SLANG Worldwide

Billy is a pioneering entrepreneur with executive leadership experience and a track record of successful exits during his decade-long career. His recent exits include Mettrum Health Corp. (acquired by Canopy Growth Corp. 2017), Virgin Mega (acquired by NIKE 2016), and Virgin Gaming (acquired by Cineplex Media 2015).

CHRIS DRIESSEN

Partner, President
Organa Brands North America

Chris is the President of Organa Brands, the Colorado-based parent company of O.penVAPE, Bakked, District Edibles, Magic Buzz and Organa Labs products. Chris' sales leadership experience from his time at Starwood Hotels & Resorts and Konica Minolta Business Solutions (one of the world's largest technology companies) has helped him grow Organa Brands' revenues 10X during his tenure.

MARK WILLIAMS

Chief Technology Officer, Co-founder
Firefly

Mark founded Firefly in 2011 after spending 2 decades leading UI/UX product design at prominent Silicon Valley tech firms. Mark founded Firefly to develop premium vaporizers with a world-class blend of performance, style, and ease of use. Prior to founding Firefly, Mark worked at Apple where he directed and managed engineering teams responsible for developing 4 full releases of Mac OS X Server and Apple Wiki.

RAMON GAMBLE

Director of Corp. Dev. & Operations
SLANG Worldwide

Ramon is an entrepreneur and corporate development professional with experience across the biotech and entertainment industries. Prior to joining SLANG, he co-founded Leuko Labs, where he developed computer vision-enabled healthcare solutions. Ramon is a graduate of MIT's Sloan School of Management.

ORGANA BRANDS IS ONE OF THE LARGEST LICENSED CANNABIS EXTRACT PRODUCERS IN THE WORLD

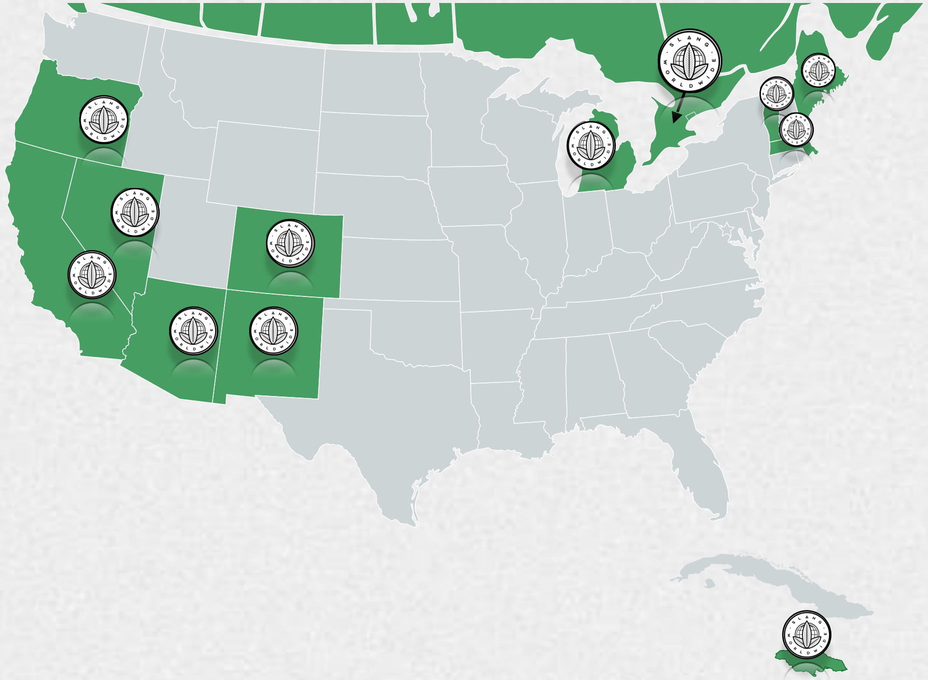
14 Licensed Facilities Spread Across North America

- SLANG currently operates the largest and longest standing extraction network in cannabis
- Footprint spans 10 states, Canada, and Jamaica

10 Tons of Cannabis Extracted in 2017

- In-house analytical lab and independent testing facilities monitor the manufacturing process to control quality of finished products
- Production of high-quality, consistent oils that serve as the driving ingredient behind SLANG's portfolio of cannabis products

Organa Labs Licensed Extraction Facilities



PURE. BALANCED. CONSISTENT.

WE ARE BUILDING ONE OF THE LARGEST PORTFOLIOS OF BRANDS IN CANNABIS

Hardware

OpenVAPE

Firefly®

Edibles

District Edibles

Concentrates

BAKKED

Genetics & Flower

Green House Seed Co.®

STRAIN HUNTERS
PURVEYORS OF FINE LANDRACES

Beverages

Magic Buzz

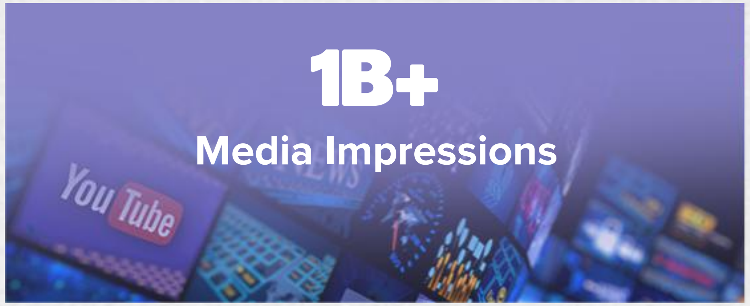
- SLANG owns a right of first refusal for exclusive rights to Green House Seed Company and Strain Hunters products in the United States.

LEADING BRANDS BOTH AT A REGIONAL LEVEL AND IN NICHE MARKETS

KEY BRAND MILESTONES


$200M+
Cumulative Retail Sales


#1
Concentrate & Vape in CO, VT, MA, ME


1B+
Media Impressions

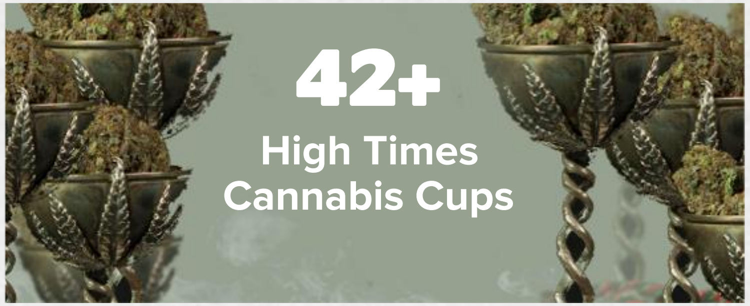

2.5M
Vaporizers Sold


#1
Distillate in CA, MA, ME, AZ


300k+
Social Media Followers


1,500+
Stores Carrying Products


#3
Gummy in California


42+
High Times Cannabis Cups

- Product rankings (by monthly sales) for AZ, VT, MA, and ME sourced from proprietary retail POS sales data; most recent BDS Analytics data used to source California (April) and Colorado (March) product rankings.
- This information is in respect of brands proposed to be acquired by SLANG pursuant to the Proposed Transactions.

WE ARE LEADERS IN SALES AND MODERN MARKETING

DIRECT SALES

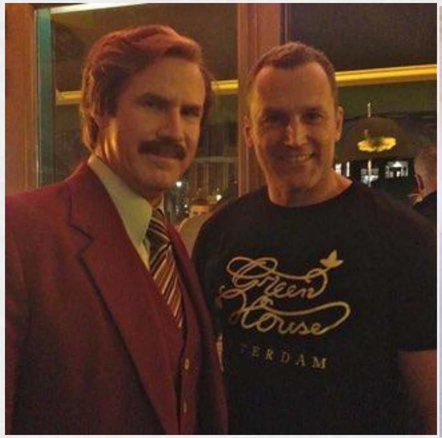
EXPERIENTIAL AND EVENTS

PUBLIC RELATIONS

ADWEEK
VICE
NEW CANNABIS VENTURES
BUSINESS INSIDER
Forbes
BBC
THE DAILY BEAST
USA TODAY
CNN
PLAYBOY
TIME
THE HUFFINGTON POST
HIGH TIMES
THE WALL STREET JOURNAL.
msnbc
Los Angeles Times

RETAIL

INFLUENCER AND CELEBRITY



ONLINE AND SOCIAL MEDIA

SLANG WORLDWIDE

WE HAVE UNPARALLELED MARKET PRESENCE & DISTRIBUTION CAPABILITIES

SLANG's distribution platform has the ability to deliver branded products to consumers in both developed and emerging markets

Current Market Representation:

USA:
Arizona
California
Colorado
Maine
Massachusetts
Michigan
Nevada
New Mexico
Oregon
Vermont

Africa:
DRC
Lesotho

Europe:
Amsterdam
Spain
Germany
Denmark
Switzerland

South America:
Brazil
Colombia

Caribbean:
Jamaica

Canada

OUR PLATFORM IS VIEWED AS A STRENGTH BY 3RD PARTY CANNABIS BRANDS THAT COME TO SLANG TO PRODUCE THEIR PRODUCTS AND ACCESS OUR WIDESPREAD DISTRIBUTION NETWORK

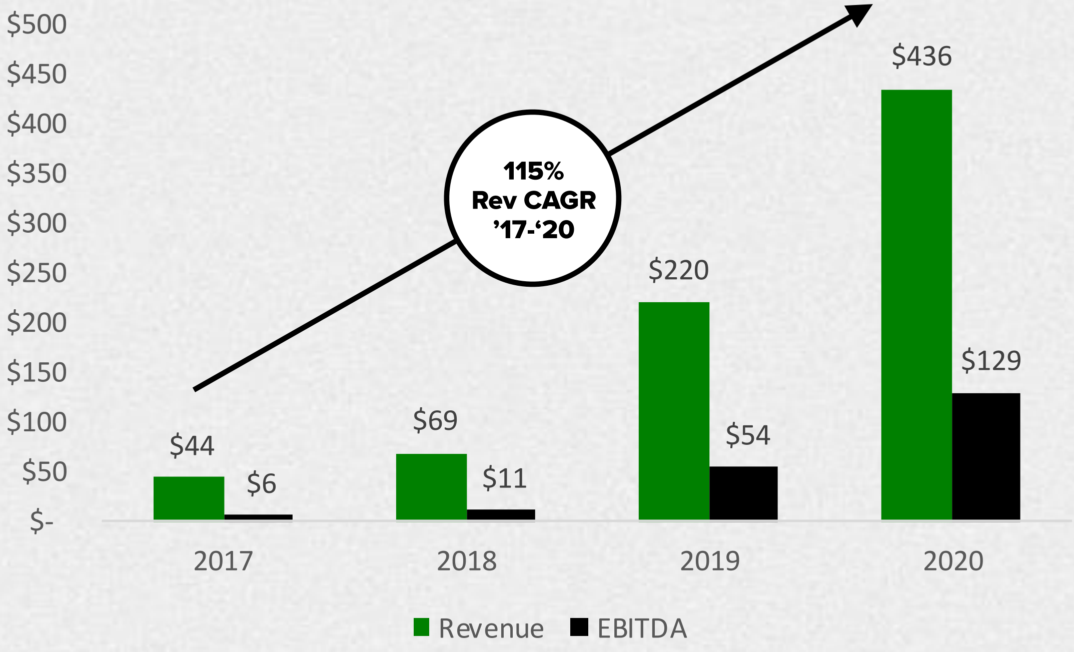
SLANG WORLDWIDE

WE ARE MAKING MONEY TODAY AND POISED FOR SIGNIFICANT GROWTH

KEY GROWTH DRIVERS

- New product lines and brands launching Q3-Q4 2018
- Increased marketing and sales efforts in existing territories
- Expanding distribution network to emerging markets in North America and abroad
- Strong pipeline of accretive opportunities

PROJECTED YOY REVENUE AND EBITDA GROWTH



- These are forward-looking statements and future-oriented financial information and assumes completion of the Proposed Transactions. Please see "Forward-Looking Statements" and "Future-Oriented Financial Information".

WE HAVE A CLEAR PATHWAY TO INCREASE SALES OF ORGANA BRANDS' EXISTING PRODUCT PORTFOLIO

SIGNIFICANTLY INCREASING MARKET PENETRATION

% of Dispensaries Carrying OB Products by State

AZ	CA	CO	MA	ME
51%	50%	47%	36%	25%
MI	**NM**	**NV**	**OR**	**VT**
Q3 2018 Launch	50%	33%	23%	75%

75% Target market penetration across current states by 2020

INTRODUCING SUCCESSFUL PRODUCTS TO NEW MARKETS

Number of US States Carrying OB Products

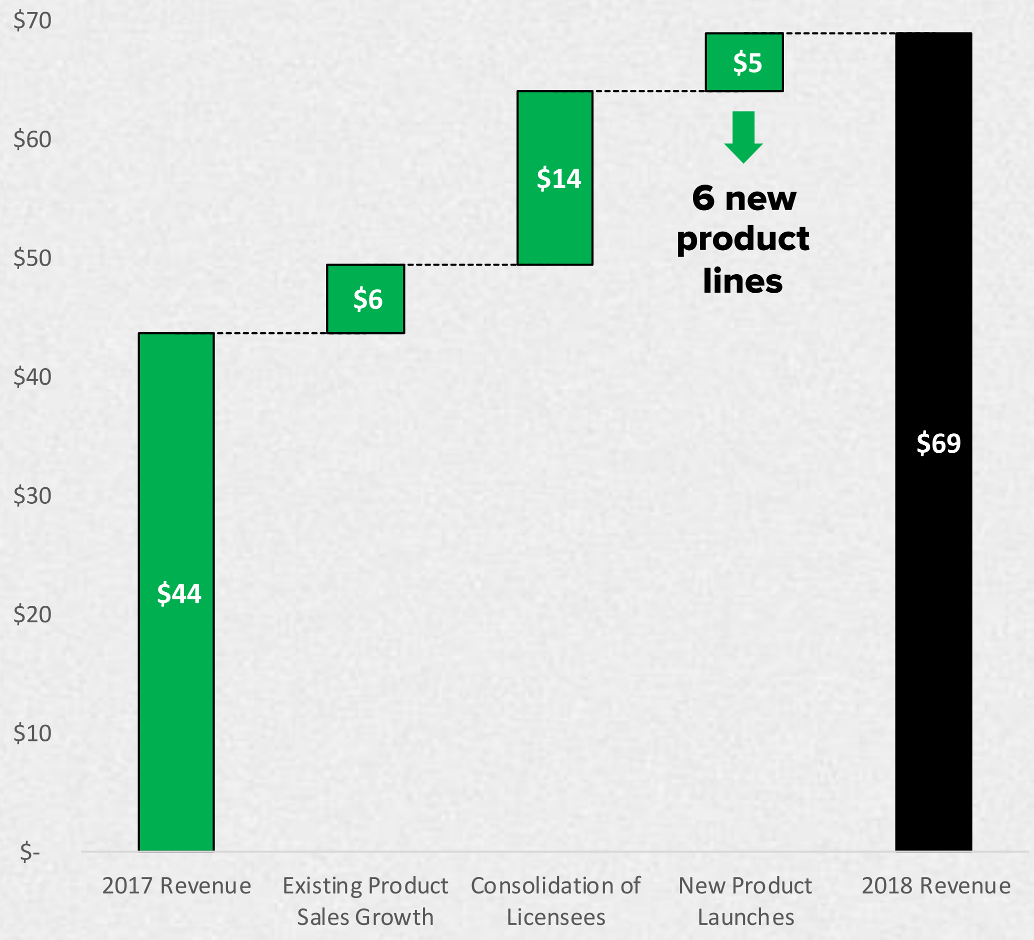
O.pen	BAKKED	District Edibles	Magic Buzz
10	9	3	3

- We incubate new product lines in select markets and deploy successful brands nationwide
- District Edibles and Magic Buzz expected to launch into new markets in 2019
- Focus on acquiring and developing new brands that compliment existing product portfolios
- Launching new brands and form factors launching in Q3 - Q4 2018

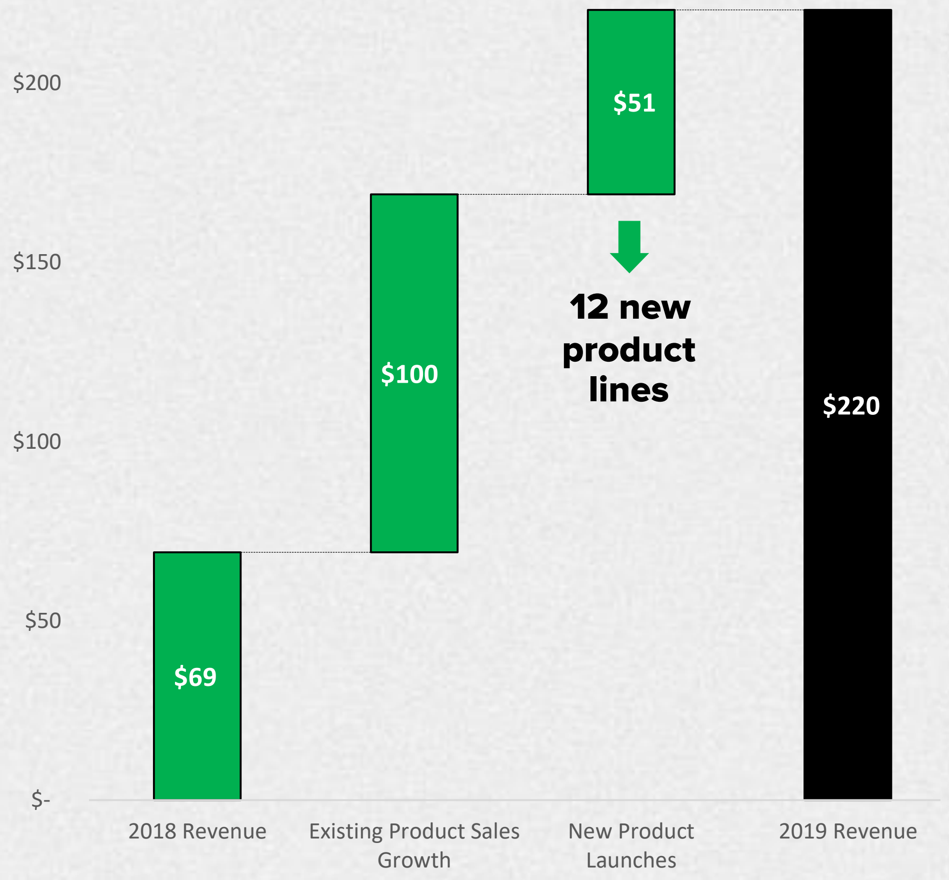
- These are forward-looking statements and future-oriented financial information and assumes completion of the Proposed Transactions. Please see "Forward-Looking Statements" and "Future-Oriented Financial Information".

PROJECTED REVENUE GROWTH DRIVEN BY INCREASING MARKET PENETRATION OF EXISTING PRODUCTS AND LAUNCHING NEW BRANDS

2018 REVENUE BRIDGE



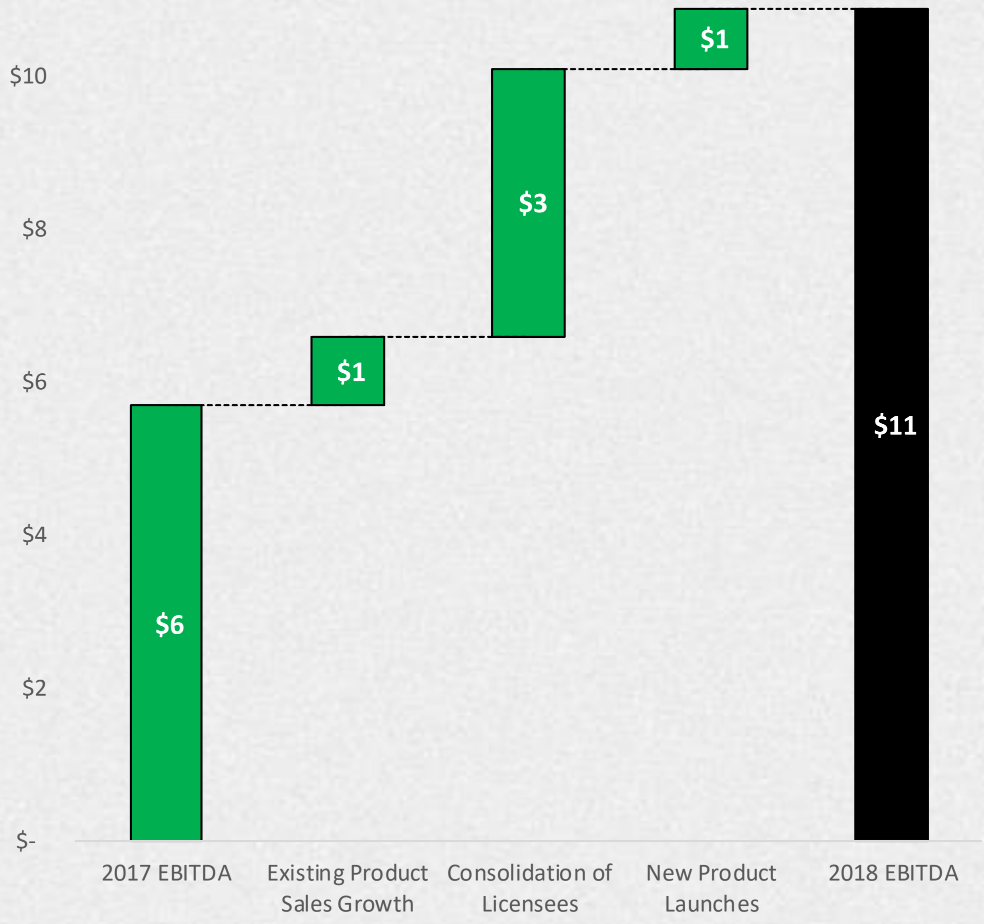
2019 REVENUE BRIDGE



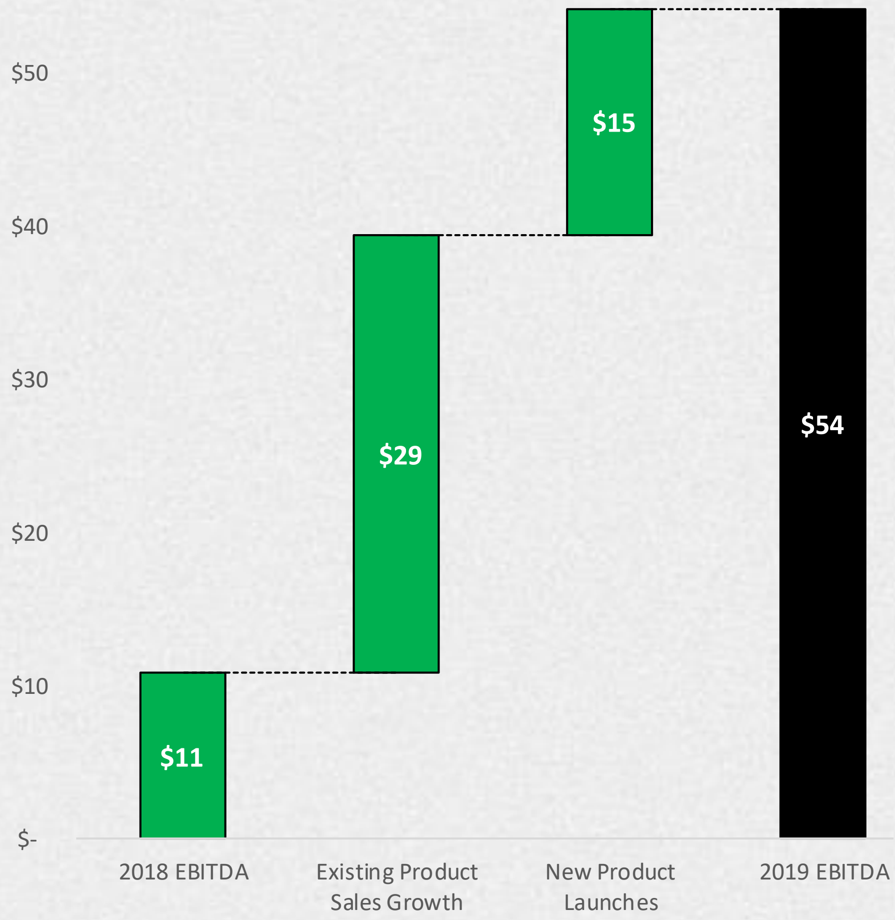
- These projections have been prepared by management and are considered future-oriented financial information. The principal assumptions used and factors considered by management for the purposes of preparing this information are as follows: 1) Completion of the Proposed Transaction, 2) Increased market penetration across the United States as described herein, 3) Successful launch of new product lines and brands as described herein, and 4) No material adverse change to the regulatory framework for the cannabis industry in the United States or in Canada.

OUR VERTICALLY INTEGRATED BUSINESS IS PROJECTED TO GENERATE SIGNIFICANT EBITDA AS WE SCALE OUR DISTRIBUTION PLATFORM

2018 EBITDA BRIDGE



2019 EBITDA BRIDGE



SLANG WORLDWIDE

- These projections have been prepared by management and are considered future-oriented financial information. The principal assumptions used and factors considered by management for the purposes of preparing this information are as follows: 1) Completion of the Proposed Transaction, 2) Increased market penetration across the United States as described herein, 3) Successful launch of new product lines and brands as described herein, and 4) No material adverse change to the regulatory framework for the cannabis industry in the United States or in Canada.

WE COMPETE IN A GREAT INDUSTRY

$8.5B
2017 US Retail Sales

$1.5B
2017 Canadian Medical Sales

Estimated
~30%
NA CAGR ’17-‘20

29
US States with Some Form of Legalization
(9 Adult-Use, 20 Med)

2018
Year Canada Legalizes Adult-Use at Federal Level

183M
Global Consumers as of 2015

10 YRS
Estimate Time to Market Maturity

$100B
US Market Opportunity

+

$7B
Canadian Market Opportunity

+

$280B
ROW Market Opportunity

=

$387B
Total Market Opportunity

- 2018 Investment Report, Ackrell Capital (CAD$ Billions)
- 2017 World Drug Report, United Nations Office on Drugs and Crime

ALREADY LEADERS IN THE US, SLANG IS WELL POSITIONED TO CAPITALIZE ON THE GLOBAL CANNABIS OPPORTUNITY

THE INDUSTRY HAS ITS CHALLENGES AND THE LANDSCAPE IS UNDERGOING FUNDAMENTAL CHANGES

Fragmented Value Chain

- Restrictions on interstate commerce creates the need to own assets across several markets
- Each market has its own unique characteristics, and must be approached with a tailor-made strategy

Consumer Preferences

- Preferences shifting as new demographics become cannabis users
- Innovation in product form factor and delivery methods will change consumer behavior

Price Compression in Maturing Markets

- Flower becoming commoditized similar to other agricultural businesses
- Earliest cannabis entrepreneurs over-focused on building low-cost capacity, leading to oversupply of flower

Regulations & Taxes

- Regulations vary significantly by market
- Restrictions to banking continues to hamper business
- Significant tax burden for plant-touching businesses

WE HAVE THE RIGHT PRIORITIES FOR SUCCESS IN THIS CHANGING LANDSCAPE

Accelerate The Growth Of Brand Portfolio	Drive Revenue Growth	Strengthen Our Platforms Value-Creation Advantage	Product Innovation
• Broaden our portfolio through innovation and reapplication • New IP Development • Brand Acquisitions and 3rd party Brand Licenses • Launch six new product lines this year and 12 in 2019	• Consolidate Licensees in our partner network • Extend brands into new product lines and markets • Enhanced pricing strategies • Grow 3rd party distribution • Strategic bolt-on M&A	• Entry into new markets and expand distribution footprint • Data driven systems and processes • Gaining efficiencies through supply chain investment • Being Partner of Choice	• New form factors • Technology • Extraction • Hardware • Digital Footprint

MAKING THE RIGHT CHOICES AND INVESTING FOR GROWTH

WE HAVE FUNDAMENTAL PRINCIPLES GUIDING OUR STRATEGY

Product Quality - SOPs and processes implemented across network of 14 processing facilities ensures consistent consumer experience

Strong Brands - We strive to develop compelling products and build enduring, loyal relationships with our customers

Widespread Distribution - Wholesale distribution footprint focuses on customer differentiation, customized service and new sales channels as well as continuous penetration into new markets

Marketing - A modernized omnichannel approach and increasingly direct relationship with the end consumer through retail and digital experiences

Design & Technical Innovation - Science based innovation leads to award winning products and new form factors

Strategic M&A - Further leverage acquisitions to accelerate growth

WE ARE SEIZING NEW OPPORTUNITIES AHEAD WITH A CLEAR STRATEGY, FIERCE DETERMINATION AND DISCIPLINED SPEED OF EXECUTION

WE ARE FOCUSED ON DELIVERING SHAREHOLDER VALUE

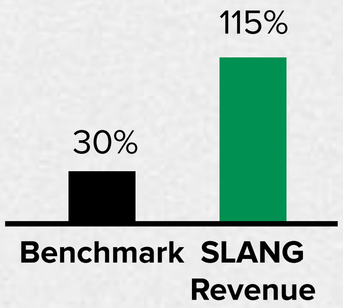
Strengths	Drive Revenue Growth	With Clear Long-Term Growth Drivers

Strengths

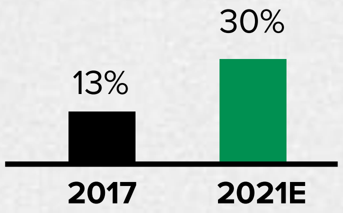
- Strategic assets generating real revenue and EBITDA today
- Portfolio of industry leading brands
- Largest distribution footprint in US Cannabis
- Management team with proven track record in the cannabis industry
- Robust pipeline of deal flow

Drive Revenue Growth

Outpace '17 – '20E US Industry CAGR[1]



Target EBITDA Margin Expansion to 30%



With Clear Long-Term Growth Drivers

- Capital light organization
- Operating in attractive growth categories
- Well distributed in key markets
- Driving penetration in new and emerging markets
- Deliver outpaced productivity near-term

1) 2018 Investment Report, Ackrell Capital.

- These are forward-looking statements and future-oriented financial information and assumes completion of the Proposed Transactions. Please see “Forward-Looking Statements” and “Future-Oriented Financial Information”. This statement is based on management's analysis with respect to SLANG's distribution capabilities, product sales, and financial performance.

SIGNIFICANT UPSIDE POTENTIAL

SUMMARY OF OFFERING

Issuer:	Fire Cannabis Inc. (dba Slang Worldwide) (the “Company”)
Offering:	Treasury offering of subscription receipts convertible into Units (the “Subscription Receipts”) upon the satisfaction or waiver of certain escrow release conditions; each unit shall be comprised of one common share of the Company and one-half of one common share purchase warrant
Offering Amount:	Approximately C$50 million
Offering Price:	C$1.50 per Subscription Receipt
Warrant	Each whole common share purchase warrant can be exercised at a price of C$2.25 for a period of 24 months from the date of listing
Form of Offering:	Best efforts private placement
Shares Outstanding:	Prior to the Offering there were 92.2 million common shares outstanding
Use of Proceeds	The Organa Brands Transaction, the Firefly Transaction, working capital and for general corporate purposes
Listing:	Listing of the common shares of the Company on the Canadian Securities Exchange is an escrow release condition
Eligibility:	Not qualified investments under the Income Tax Act (Canada) for registered accounts
Bookrunners:	Canaccord Genuity Corp. and Clarus Securites Inc.
Closing Date:	Week of August 20, 2018

USE OF PROCEEDS

USES	ALLOCATION OF PROCEEDS
Organa Brands Acquisition	$25,800,000
Firefly Acquisition	$10,320,000
Working Capital and General Corporate Purposes	$13,880,000
Total	**$50,000,000**

- Assumes gross proceeds raised of C$50,000,000

PRO FORMA CAPITALIZATION

CAPITALIZATION TABLE

(C$ millions, except share and per share figures)

Issue Price	$1.50
Basic Shares Outstanding	92.2
Shares to be Issued	
Organa Brands Transaction	82.5
Firefly Transaction	6.9
Private Placement @ $1.50	33.3
Total Basic Shares Outstanding	**214.9**
ITM Dilutive Securities (Treasury Method)	
Options - Tranche 1 @ $0.05	*1.7*
Options - Tranche 2 @ $0.75	*1.0*
Warrants - Tranche 1 @ $0.75	*2.3*
Warrants - Tranche 2 @ $1.15	*3.3*
Canopy Warrant [1]	*31.6*
Organa Brands Options	*82.5*
Convertible Debt - 4% for 48 months @ $0.20	*11.8*
Total Dilutive Securities	134.3
Total Fully Diluted Shares Outstanding	**349.2**
Market Capitalization	**523.8**
Less: Post-Money Cash on Hand	(10.3)
Add: Debt	4.5
Enterprise Value	**518.0**

DILUTIVE SECURITIES

(millions, except per share)

Type	Number	Strike	Term
Options	1.8	$0.05	120 months
Options	2.0	$0.75	60 months
Warrants	4.7	$0.75	24 months
Warrants	14.1	$1.15	24 months
Warrants	26.5	$1.50	24 months
Warrants	33.3	$2.25	24 months
Total Options and Warrants	**82.4**		
Organa Brands Options	82.5	-	60 months
Canopy Warrant [1]	31.6	-	Variable
Convertible Debt	11.8	$0.20	48 months
Total Outstanding Dilutives	**208.3**		

1) Canopy is eligible to receive warrants on subsequent issuances of SLANG shares at the applicable issue price until a pre-money valuation of $250 million is reached.

COMPARABLE COMPANY ANALYSIS

(C$ millions, unless otherwise stated)			TEV / Revenue		TEV/EBITDA		Revenue CAGR	EBITDA Margin
Company	**Mkt. Cap**	**TEV**	**CY19E**	**CY20E**	**CY19E**	**CY20E**	**20E/18E**	**CY19E**
U.S. Comparable Companies								
MedMen[1]	$2,013	$1,892	3.2x	2.2x	10.6x	5.7x	131%	30%
Green Thumb[1]	$1,552	$1,377	5.1x	2.6x	20.1x	8.0x	134%	25%
iAnthus	$642	$596	4.0x	2.8x	15.5x	10.1x	160%	26%
MPX Bioceutical	$430	$403	2.6x	1.9x	9.5x	6.1x	60%	28%
Liberty Health	$301	$260	4.2x	1.9x	18.6x	5.4x	281%	23%
CannaRoyalty	$284	$290	1.9x	1.4x	14.7x	7.7x	89%	13%
Sunniva	$282	$271	1.2x	0.7x	5.3x	2.2x	271%	22%
Golden Leaf	$112	$106	1.6x	1.1x	8.0x	4.1x	79%	20%
Mean			**3.0x**	**1.8x**	**12.8x**	**6.2x**	**151%**	**23%**
Adjusted Mean			**2.9x**	**1.7x**	**11.7x**	**6.2x**	**119%**	**24%**
Canadian Comparable Companies								
Aurora[2]	$8,385	$7,797	10.5x	6.7x	32.2x	18.8x	99%	33%
Canopy Growth	$8,365	$7,925	10.6x	6.2x	60.3x	33.0x	123%	18%
Aphria	$2,556	$2,548	5.7x	3.7x	15.5x	9.3x	123%	37%
Cronos Group	$1,958	$1,826	13.6x	9.4x	47.8x	32.8x	127%	28%
TGOD	$1,678	$1,414	7.0x	3.6x	16.9x	8.2x	na	42%
Hydropothecary	$935	$653	3.5x	1.8x	10.7x	4.6x	167%	33%
CannTrust	$790	$685	3.5x	2.5x	10.2x	6.1x	83%	34%
OrganiGram	$629	$582	4.0x	2.8x	12.3x	8.6x	86%	32%
Supreme	$441	$382	3.5x	na	10.7x	na	na	32%
Mean			**7.3x**	**4.6x**	**25.7x**	**15.2x**	**115%**	**32%**
Adjusted Mean			**6.4x**	**4.2x**	**15.5x**	**9.3x**	**118%**	**33%**
Consolidated Mean			**5.0x**	**3.2x**	**18.8x**	**10.7x**	**134%**	**28%**
Consolidated Adj. Mean			**3.8x**	**2.4x**	**14.1x**	**7.5x**	**117%**	**29%**
Slang Worldwide	**$524**	**$518**	**2.3x**	**1.2x**	**9.5x**	**4.0x**	**151%**	**25%**

1) Based on management forecast.
2) Pro forma the acquisition of MedReleaf.
- Source: public filings, public disclosure, Capital IQ; USDCAD 1.3164 and pricing as of July 13, 2018.

For additional information please contact:

Peter Miller: Peter@SlangWorldwide.co
Billy Levy: Billy@SlangWorldwide.co

APPENDICES

O.penVAPE™

Founded in 2013, O.penVAPE was the first-mover in the branded 510 thread vaporizer category. O.penVAPE has become one of the most recognized cannabis brands in the nation. The brand's mission is to normalize and change perceptions of cannabis by providing premium vaporizers with CO_2 extracted cannabis oil cartridges designed for everyday life. O.penVAPE pens can be recognized by their signature sleek, discreet and convenient form factor.

Products include: Craft Reserve, Ish, O.riginal

Dominating Colorado marketplace, gaining market share around the US

#1	Concentrate & Vape in CO, VT, MA, ME
5M	Units Sold
10	Active Markets

- Product rankings (by monthly sales) for VT, MA, and ME sourced from proprietary retail POS sales data; most recent BDS Analytics data used to source Colorado (March) product rankings.

openVAPE™

CRAFT RESERVE

Craft RESERVE is Organa Brands' most potent and flavorful vaporizer cartridge offered by their industry-leading cannabis brands. Organa Brands isolates cannabinoids through molecular distillation to remove impurities while capturing volatile terpenes. Cannabis terpenes are reintroduced to create ultra-potent cannabis products offering pristine clarity.

Products Include:

- Strain-specific (I/S/H varieties available)
- Glass cartridge + stainless steel mouthpiece
- 250mg & 500mg (510 universal thread)
- Up to 90% potency

openVAPE

openVAPE ISH

Organa Brands took their signature design and made it even sleeker and slimmer. This premium disposable, on-the-go vaporizer is loaded with flavored distillate and leverages CERAMFLO technology to give even bigger, tastier hits.

Product Features:

- Strain-specific (I/S/H varieties available)
- 250mg & 500mg cartridge sizes

SLANG WORLDWIDE

OpenVAPE

Original

Organa Brands' O.RIGINAL cartridges deliver a milder vaporizing experience. Each cartridge is formulated with CO_2 extracted cannabis oil and polyethylene glycol (PEG) at a 1:1 ratio. Polyethylene glycol is an excipient that assists in the uptake of oil, allowing psychoactive effects to occur faster.

Products Include:

- Strain-specific (I/S/H varieties available)
- 250mg/500mg (510 universal thread)
- Up to 40% potency
- BPA free

BAKKED™

Launched in 2016, Bakked breaks through the noise offering high-octane, high-potency cannabis products that pack a punch and deliver consistent results. From pure to terpene-rich cannabis distillate and from refined to raw extracts, the products are easy on the wallet and even easier to use. Bakked products boast total cannabinoid potencies up to 97%, making them some of the most potent and pure cannabis products available.

Products include: Dabaratus, CO_2 Extracted Cannabis Distillate, Bakked Pure CO_2 Oil Cartridges

Quickly adopted by extract connoisseurs in most competitive markets

#1	Distillate in CA, VT, MA, ME, AZ
#3	Distillate in Colorado
300K	Units Sold
9	Active Markets

- Product rankings (by monthly sales) for AZ, VT, MA, and ME sourced from proprietary retail POS sales data; most recent BDS Analytics data used to source California (April) and Colorado (March) product rankings.

BAKKED™

DABARATUS

Meet one of your new favorite dab tools: the Dabaratus. This little dab tool delivers unsurpassed purity and convenience for the diligent dabber. Bakked distillate incorporates the entire cannabinoid spectrum and reintroduces same-strain, same-batch terpenes to give you the fullest flavor. You'll never want to use other dab tools again!

Product Features:

- Contains 1 gram of highly potent and pure cannabis distillate (up to 90% potency)
- Heat resistant metal tip for dabbing
- Consistent dose at the push of a button
- Each of these dab tools is available in strain specific Indica, Sativa, Hybrid and CBD varieties

BAKKED™

CO2 EXTRACTED CANNABIS DISTILLATE

Bakked produces the highest-quality CO2 extracted cannabis oil possible. The brand uses Supercritical CO2 Extraction to create concentrates because it yields the highest quality oils and they are 100% hydrocarbon free. This process ensures that no residual heavy metals are left in the final product. Bakked cannabis distillates boast potencies over 80% of fully activated Δ9 THC.

Product Features:

- Terpene-rich, Raw, and Pure distillates
- Same-strain, same-batch terpenes

BAKKED™

BAKKED PURE CO2 OIL CARTRIDGES

Bakked cartridges are formulated with all-natural botanical terpenes for a flavorful experience. Bakked's CO2 cannabis extraction process delivers the perfect cannabis distillate for vaporizing.

Product Features:

- 500mg
- Botanical Terpenes
- Pure Refined CO2 Oil
- Activated Δ-9 THC

Launched in 2017, District Edibles are both delicious and potent all at once. “Out-of-this-world” is what you can expect to feel when you take a District Edible.

New entrant rapidly gaining market share

#3	Gummy in California
#8	Edible in California
#7	Gummy in Colorado
725K	Units Sold
3	Active Markets

- Most recent BDS Analytics data used to source California (April) and Colorado (March) product rankings.

MAGIC BUZZ™
ENJOY THE RIDE

Launched in 2016, Magic Buzz functionally-enhanced beverages are formulated with whole-leaf tea extracts, herbal infusions and THC or CBD cannabinoids.

High margin niche beverage in evolving product category

#6	Beverage in Colorado
50K	Units Sold
3	Active Markets

- Most recent BDS Analytics data used to source Colorado (March) product rankings.

Firefly®

Launched in 2013, Firefly develops premium vaporizers. The brand is widely considered to be a leading premium dry herb vaporizer on the market.

Firefly's dynamic convection technology delivers rich, flavorful vapor in seconds and celebrates your flowers and concentrates at their freshest. Your material is only heated as you inhale, so nothing is ever lost.

Beloved designs powered by world-class engineering

$25M	Revenue Since Inception
2,500+	Stores Carrying Firefly
14	Countries Firefly is Sold in

THE WORLDS BEST CANNABIS GENETICS

Green House Seed Company is one of the most successful cannabis seed businesses across the world. Founded by Arjan Roskam, “The King of Cannabis”, Green House has produced over 60 award-winning cannabis strains. Arjan is the all-time worldwide leader in Cannabis breeding, with over 40 High Times Cannabis Cup victories.

Green House Seed Company has been promoting the therapeutic values of cannabis for years, making seeds and strains available to growers so as to help them spread the plant’s genetic diversity. The genetics currently offered by the company are the result of years and years of intensive breeding.

Each of the seed strains offered by GHSC possesses homogenous genetics for recreational and medicinal smokers. The strains offered are stable, easy to grow and their unique flavours and aromas are unmatched by any other seed in the cannabis market.

STRAIN HUNTERS

PURVEYORS OF FINE LANDRACES

Strain Hunters is a series of documentaries centred around the quest for preservation of the cannabis plant. Strain hunting is a difficult task that requires social skills, wanderlust and unique character. Besides being physically fit, the strain hunter must be multilingual, able to blend into different environments, and has to be willing to commit to the fast-paced lifestyle. From the jungles of Africa to Asia to the mountain ranges of South America, the Strain Hunters are on a mission to bring back the most important and isolated cannabis landraces known to man.

Seed Bank:

The Strain Hunters Seed Bank was launched in 2013 and consists of a collection of the planet’s finest feminized Hybrids, Autoflower, Landraces and regular cannabis seeds. The Seed Bank is also a library of exotic cannabis genetics collected by Arjan, Franco and Simon during their Strain Hunters expeditions around the world. The Seed Bank sells what the Strain Hunters consider to be the best cannabis seeds in the world but the ultimate goal is to preserve and protect landraces for future generations.

SCHEDULES

SCHEDULE “A”

RIGHTS OF ACTION FOR DAMAGES OR RESCISSION

Securities legislation in certain of the provinces of Canada provides purchasers with rights of rescission or damages, or both, where an offering memorandum or any amendment to it contains a misrepresentation. A “misrepresentation” is an untrue statement of a material fact or an omission to state a material fact that is required to be stated or that is necessary to make any statement not misleading or false in the light of the circumstances in which it was made.
These remedies must be commenced by the purchaser within the time limits prescribed and are subject to the defences contained in the applicable securities legislation. Each purchaser should refer to the provisions of the applicable securities laws for the particulars of these rights or consult with a legal advisor.
The following rights will only apply to a purchaser of securities of Fire Cannabis Inc. in the event that this corporate presentation is deemed to be an offering memorandum pursuant to applicable securities legislation in certain provinces of Canada and are in addition to and without derogation from any other right or remedy which purchasers may have at law and are intended to correspond to the provisions of the relevant securities laws and are subject to the defences contained therein. The following summaries are subject to the express provisions of the applicable securities statutes and instruments in the below-referenced provinces and the regulations, rules and policy statements thereunder and reference is made thereto for the complete text of such provisions.

Ontario Investors

Under Ontario securities legislation, certain purchasers who purchase securities offered by an offering memorandum during the period of distribution will have a statutory right of action for damages, or while still the owner of the securities, for rescission against the issuer or any selling security holder if the offering memorandum contains a misrepresentation without regard to whether the purchasers relied on the misrepresentation. The right of action for damages is exercisable not later than the earlier of 180 days from the date the purchaser first had knowledge of the facts giving rise to the cause of action and three years from the date on which payment is made for the securities. The right of action for rescission is exercisable not later than 180 days from the date on which payment is made for the securities. If a purchaser elects to exercise the right of action for rescission, the purchaser will have no right of action for damages against the issuer or any selling security holder. In no case will the amount recoverable in any action exceed the price at which the securities were offered to the purchaser and if the purchaser is shown to have purchased the securities with knowledge of the misrepresentation, the issuer and any selling security holder will have no liability. In the case of an action for damages, the issuer and any selling security holder will not be liable for all or any portion of the damages that are proven to not represent the depreciation in value of the securities as a result of the misrepresentation relied upon.

These rights are not available for a purchaser that is (a) a Canadian financial institution or a Schedule III Bank (each as defined in National Instrument 45-106 – Prospectus Exemptions), (b) the Business Development Bank of Canada incorporated under the Business Development Bank of Canada Act (Canada), or (c) a subsidiary of any person referred to in paragraphs (a) and (b), if the person owns all of the voting securities of the subsidiary, except the voting securities required by law to be owned by directors of that subsidiary.

These rights are in addition to, and without derogation from, any other rights or remedies available at law to an Ontario purchaser. The foregoing is a summary of the rights available to an Ontario purchaser. Not all defences upon which an issuer, selling security holder or others may rely are described herein. Ontario purchasers should refer to the complete text of the relevant statutory provisions

Alberta, British Columbia and Quebec

By purchasing Subscription Receipts of the company, purchasers in Alberta, British Columbia and Quebec are not entitled to the statutory rights described above. In consideration of their purchase of the Subscription Receipts and upon accepting a purchase confirmation in respect thereof, these purchasers are hereby granted a contractual right of action for damages or rescission that is substantially the same as the statutory right of action provided to residents of Ontario who purchase Subscription Receipts.

Saskatchewan Investors

Under Saskatchewan securities legislation, certain purchasers who purchase securities offered by an offering memorandum during the period of distribution will have a statutory right of action for damages against the issuer, every director and promoter of the issuer or any selling security holder as of the date of the offering memorandum, every person or company whose consent has been filed under the offering memorandum, every person or company that signed the offering memorandum or the amendment to the offering memorandum and every person or company who sells the securities on behalf of the issuer or selling security holder under the offering memorandum, or while still the owner of the securities, for rescission against the issuer or selling security holder if the offering memorandum contains a misrepresentation without regard to whether the purchasers relied on the misrepresentation. The right of action for damages is exercisable not later than the earlier of one year from the date the purchaser first had knowledge of the facts giving rise to the cause of action and six years from the date on which payment is made for the securities. The right of action for rescission is exercisable not later than 180 days from the date on which payment is made for the securities. If a purchaser elects to exercise the right of action for rescission, the purchaser will have no right of action for damages against the issuer or the others listed above. In no case will the amount recoverable in any action exceed the price at which the securities were offered to the purchaser and if the purchaser is shown to have purchased the securities with knowledge of the misrepresentation, the issuer and the others listed above will have no liability. In the case of an action for damages, the issuer and the others listed above will not be liable for all or any portion of the damages that are proven to not represent the depreciation in value of the securities as a result of the misrepresentation relied upon.

Other defences in Saskatchewan legislation include that no person or company, other than the issuer, will be liable if the person or company proves that (a) the offering memorandum or any amendment to it was sent or delivered without the person's or company's knowledge or consent and that, on becoming aware of it being sent or delivered, that person or company immediately gave reasonable general notice that it was so sent or delivered, or (b) with respect to any part of the offering memorandum or any amendment to it purporting to be made on the authority of an expert, or purporting to be a copy of, or an extract from, a report, an opinion or a statement of an expert, that person or company had no reasonable grounds to believe and did not believe that there had been a misrepresentation, the part of the offering memorandum or any amendment to it did not fairly represent the report, opinion or statement of the expert.
No person or company, other than the issuer, is liable for any part of the offering memorandum or the amendment to the offering memorandum not purporting to be made on the authority of an expert and not purporting to be a copy of or an extract from a report, opinion or statement of an expert, unless the person or company (a) failed to conduct a reasonable investigation sufficient to provide reasonable grounds for a belief that there had been no misrepresentation, or (b) believed there had been a misrepresentation.

Similar rights of action for damages and rescission are provided in Saskatchewan legislation in respect of a misrepresentation in advertising and sales literature disseminated in connection with an offering of securities.

Saskatchewan legislation also provides that where an individual makes a verbal statement to a prospective purchaser that contains a misrepresentation relating to the security purchased and the verbal statement is made either before or contemporaneously with the purchase of the security, the purchaser has, without regard to whether the purchaser relied on the misrepresentation, a right of action for damages against the individual who made the verbal statement.
In addition, Saskatchewan legislation provides a purchaser with the right to void the purchase agreement and to recover all money and other consideration paid by the purchaser for the securities if the securities are sold by a vendor who is trading in Saskatchewan in contravention of Saskatchewan securities legislation, regulations or a decision of the Financial and Consumer Affairs Authority of Saskatchewan.

The Saskatchewan legislation also provides a right of action for rescission or damages to a purchaser of securities to whom an offering memorandum or any amendment to it was not sent or delivered prior to or at the same time as the purchaser enters into an agreement to purchase the securities, as required by the Saskatchewan legislation.

A purchaser who receives an amended offering memorandum has the right to withdraw from the agreement to purchase the securities by delivering a notice to the issuer or selling security holder within two business days of receiving the amended offering memorandum.
These rights are in addition to, and without derogation from, any other rights or remedies available at law to a Saskatchewan purchaser. The foregoing is a summary of the rights available to a Saskatchewan purchaser. Not all defences upon which an issuer or others may rely are described herein. Saskatchewan purchasers should refer to the complete text of the relevant statutory provisions.

Manitoba Investors

If an offering memorandum or any amendment thereto, sent or delivered to a purchaser contains a misrepresentation, the purchaser who purchases the security is deemed to have relied on the misrepresentation if it was a misrepresentation at the time of the purchase and has a statutory right of action for damages against the issuer, every director of the issuer at the date of the offering memorandum, and every person or company who signed the offering memorandum. Alternatively, the purchaser may elect to exercise a statutory right of rescission against the issuer, in which case the purchaser will have no right of action for damages against any of the aforementioned persons.

Unless otherwise provided under applicable securities legislation, no action shall be commenced to enforce any of the foregoing rights more than: (a) in the case of an action for rescission, 180 days from the date of the transaction that gave rise to the cause of action, or (b) in the case of an action for damages, the earlier of (i) 180 days after the purchaser first had knowledge of the facts giving rise to the cause of action, or (ii) two years after the date of the transaction that gave rise to the cause of action.

A purchaser to whom the offering memorandum is required to be sent may rescind the contract to purchase the securities by sending a written notice of rescission to the issuer not later than midnight on the second day, excluding Saturdays, Sunday and holidays, after the purchaser signs the agreement to purchase the securities.
Securities legislation in Manitoba provides a number of limitations and defences to such actions, including:

A. in an action for rescission or damages, no person or company will be liable if it proves that the purchaser purchased the securities with knowledge of the misrepresentation;
B. in an action for damages, no person or company will be liable for all or any portion of the damages that it proves do not represent the depreciation in value of the securities as a result of the misrepresentation relied upon; and
C. in no case will the amount recoverable under the right of action described above exceed the price at which the securities were offered under the offering memorandum.

New Brunswick Investors

Under New Brunswick securities legislation, certain purchasers who purchase securities offered by an offering memorandum during the period of distribution will have a statutory right of action for damages, or while still the owner of the securities, for rescission against the issuer and any selling security holder in the event that the offering memorandum, or a document incorporated by reference in or deemed incorporated into the offering memorandum, contains a misrepresentation without regard to whether the purchasers relied on the misrepresentation. The right of action for damages is exercisable not later than the earlier of one year from the date the purchaser first had knowledge of the facts giving rise to the cause of action and six years from the date on which payment is made for the securities. The right of action for rescission is exercisable not later than 180 days from the date on which payment is made for the securities. If a purchaser elects to exercise the right of action for rescission, the purchaser will have no right of action for damages against the issuer or any selling security holder. In no case will the amount recoverable in any action exceed the price at which the securities were offered to the purchaser and if the purchaser is shown to have purchased the securities with knowledge of the misrepresentation, the issuer and any selling security holder will have no liability. In the case of an action for damages, the issuer and any selling security holder will not be liable for all or any portion of the damages that are proven to not represent the depreciation in value of the securities as a result of the misrepresentation relied upon.

These rights are in addition to, and without derogation from, any other rights or remedies available at law to a New Brunswick purchaser. The foregoing is a summary of the rights available to a New Brunswick purchaser. Not all defences upon which an issuer, selling security holder or others may rely are described herein. New Brunswick purchasers should refer to the complete text of the relevant statutory provisions.

Nova Scotia Investors

Under Nova Scotia securities legislation, certain purchasers who purchase securities offered by an offering memorandum during the period of distribution will have a statutory right of action for damages against the issuer or other seller and the directors of the issuer as of the date the offering memorandum, or while still the owner of the securities, for rescission against the issuer or other seller if the offering memorandum, or a document incorporated by reference in or deemed incorporated into the offering memorandum, contains a misrepresentation without regard to whether the purchasers relied on the misrepresentation. The right of action for damages or rescission is exercisable not later than 120 days from the date on which payment is made for the securities or after the date on which the initial payment for the securities was made where payments subsequent to the initial payment are made pursuant to a contractual commitment assumed prior to, or concurrently with, the initial payment. If a purchaser elects to exercise the right of action for rescission, the purchaser will have no right of action for damages against the issuer or other seller or the directors of the issuer. In no case will the amount recoverable in any action exceed the price at which the securities were offered to the purchaser and if the purchaser is shown to have purchased the securities with knowledge of the misrepresentation, the issuer or other seller and the directors of the issuer will have no liability. In the case of an action for damages, the issuer or other seller and the directors of the issuer will not be liable for all or any portion of the damages that are proven to not represent the depreciation in value of the securities as a result of the misrepresentation relied upon.

In addition, a person or company, other than the issuer, is not liable with respect to any part of the offering memorandum or any amendment to the offering memorandum not purporting (a) to be made on the authority of an expert or (b) to be a copy of, or an extract from, a report, opinion or statement of an expert, unless the person or company (i) failed to conduct a reasonable investigation to provide reasonable grounds for a belief that there had been no misrepresentation or (ii) believed that there had been a misrepresentation.

A person or company, other than the issuer, will not be liable if that person or company proves that (a) the offering memorandum or any amendment to the offering memorandum was sent or delivered to the purchaser without the person's or company's knowledge or consent and that, on becoming aware of its delivery, the person or company gave reasonable general notice that it was delivered without the person's or company's knowledge or consent, (b) after delivery of the offering memorandum or any amendment to the offering memorandum and before the purchase of the securities by the purchaser, on becoming aware of any misrepresentation in the offering memorandum or any amendment to the offering memorandum, the person or company withdrew the person's or company's consent to the offering memorandum or any amendment to the offering memorandum, and gave reasonable general notice of the withdrawal and the reason for it, or (c) with respect to any part of the offering memorandum or any amendment to the offering memorandum purporting (i) to be made on the authority of an expert, or (ii) to be a copy of, or an extract from, a report, an opinion or a statement of an expert, the person or company had no reasonable grounds to believe and did not believe that (A) there had been a misrepresentation, or (B) the relevant part of the offering memorandum or any amendment to the offering memorandum did not fairly represent the report, opinion or statement of the expert, or was not a fair copy of, or an extract from, the report, opinion or statement of the expert.

These rights are in addition to, and without derogation from, any other rights or remedies available at law to a Nova Scotia purchaser. The foregoing is a summary of the rights available to a Nova Scotia purchaser. Not all defences upon which an issuer or other seller or others may rely are described herein. Nova Scotia purchasers should refer to the complete text of the relevant statutory provisions.

Prince Edward Island Investors

If an offering memorandum, together with any amendment thereto, is delivered to a purchaser and the offering memorandum, or any amendment thereto, contains a misrepresentation, a purchaser has, without regard to whether the purchaser relied on the misrepresentation, a statutory right of action for damages against (a) the issuer, (b) subject to certain additional defences, against every director of the issuer at the date of the offering memorandum and (c) every person or company who signed the offering memorandum, but may elect to exercise the right of rescission against the issuer (in which case the purchaser shall have no right of action for damages against the aforementioned persons or company).

No action shall be commenced to enforce the right of action discussed above more than: (a) in the case of an action for rescission, 180 days after the date of the transaction that gave rise to the cause of action; or (b) in the case of any action for damages, the earlier of: (i) 180 days after the purchaser first had knowledge of the facts giving rise to the cause of action; or (ii) three years after the date of the transaction that gave rise to the cause of action.
Securities legislation in Prince Edward Island provides a number of limitations and defences to such actions, including:

A. no person or company will be liable if it proves that the purchaser purchased the securities with knowledge of the misrepresentation;
B. in an action for damages, the defendant is not liable for all or any portion of the damages that it proves does not represent the depreciation in value of the securities as a result of the misrepresentation relied upon; and
C. in no case shall the amount recoverable under the right of action described herein exceed the price at which the securities were offered under the offering memorandum, or any amendment thereto.

Newfoundland and Labrador Purchasers

If an offering memorandum, together with any amendment thereto, contains a misrepresentation, a purchaser has, without regard to whether the purchaser relied on the misrepresentation, a statutory right of action for damages against (a) the issuer, (b) subject to certain additional defences, against every director of the issuer at the date of the offering memorandum and (c) every person who signed the offering memorandum, but may elect to exercise the right of rescission against the issuer (in which case the purchaser shall have no right of action for damages against the aforementioned persons).
No action shall be commenced to enforce the right of action discussed above more than: (a) in the case of an action for rescission, 180 days after the date of the transaction that gave rise to the cause of action; or (b) in the case of any action for damages, the earlier of: (i) 180 days after the purchaser first had knowledge of the facts giving rise to the cause of action; or (ii) three years after the date of the transaction that gave rise to the cause of action. Securities legislation in Newfoundland and Labrador provides a number of limitations and defences to such actions, including:

a) no person will be liable if it proves that the purchaser purchased the securities with knowledge of the misrepresentation;
b) in an action for damages, the defendant is not liable for all or any portion of the damages that it proves does not represent the depreciation in value of the securities as a result of the misrepresentation relied upon; and
c) in no case shall the amount recoverable under the right of action described herein exceed the price at which the securities were offered under the offering memorandum, or any amendment thereto.

SCHEDULE "B"

When used herein, references to the "Company" refer to Fire Cannabis Inc. d/b/a SLANG Worldwide or any affiliate thereof and assumes the completion of the Proposed Transactions and exercise of the Organa Brands Option. References to "Common Shares" include the common shares in the capital of the Company and any securities convertible or exchangeable into Common Shares, including the subscription receipts offered pursuant to this offering (the "Subscription Receipts"). See "Forward-Looking Statements".

An investment in the Subscription Receipts and the Common Shares issuable upon conversion of the Subscription Receipts is speculative due to the Company's present stage of development and certain other factors. There are a number of risk factors that could cause the Company's results to differ materially from those described in this presentation. The following sets forth certain risks and uncertainties that could have a material adverse effect on the Company's business, financial condition and results of operations and the trading price of the Common Shares, which could decline, and investors may lose all or part of their investment. Additional risks and uncertainties of which the Company currently is unaware or that are unknown or that the Company currently deems to be immaterial could have a material adverse effect on the Company's business, financial condition and results of operations. The Company cannot assure you that it will successfully address any or all of these risks. The risks described below describe certain currently known material risk factors, any of which could have a material adverse effect on the Company's business, financial condition and results of operations.

EACH PURCHASER SHOULD SEEK LEGAL AND TAX ADVICE, BASED ON SUCH PURCHASER'S PARTICULAR CIRCUMSTANCES, FROM INDEPENDENT LEGAL AND TAX ADVISORS.

BUSINESS RISKS OF THE CORPORATION

Cannabis Remains Illegal Under U.S. Federal Law

The Company is involved in the cannabis industry in the United States where local state law permits such activities. Even in those states in which the use of cannabis has been legalized, its use remains a violation of U.S. federal law. Since U.S. federal law criminalizing the use of cannabis pre-empts state laws that legalize its use, strict enforcement of U.S. federal law regarding cannabis would harm the Company's business, prospects, results of operation, and financial condition.

The state and local laws, regulations, and guidelines generally applicable to the cannabis industry may change in ways that impact the Company's ability to continue its business as currently conducted or as proposed to be conducted. Compliance with these laws, regulations, and guidelines requires the investment of significant financial and managerial resources. Changes to applicable laws, regulations, and guidelines may cause the Company to incur unpredicted costs, and may negatively affect the Company's competitive position in the industry and markets in which the Company operates. A determination that the Company is not in compliance with these laws, regulations, and guidelines could harm the Company's brand image and business and may expose the Company to liability for breach of such applicable laws, regulations, and guidelines.

U.S. Federal Regulation of Cannabis in the United States

Unlike in Canada which has federal legislation uniformly governing the cultivation, distribution, sale and possession of medical cannabis under the Access to Cannabis for Medical Regulations (Canada) and the proposed regulation of recreational cannabis under the Cannabis Act (Canada) and its related regulations, investors are cautioned that in the United States, cannabis is largely regulated at the state level. To the Company's knowledge, there are to date, 29 states of the United States plus the District of Columbia that have laws and/or regulations that recognize, in one form or another, legitimate medical or recreational uses for cannabis. Many other states are considering similar legislation.

Notwithstanding the permissive regulatory environment of cannabis at the state level, cannabis continues to be categorized as a controlled substance under the Controlled Substances Act (the "CSA") in the United States and as such, remains illegal under U.S. federal law. Violations of any U.S. federal laws and regulations could result in significant fines, penalties, administrative sanctions, convictions or settlements arising from civil proceedings conducted by either the U.S. federal government or private citizens, or criminal charges, including, but not limited to, disgorgements of profits, cessation of business activities or divestiture.

As a result of the conflicting views between state legislatures and the U.S. federal government regarding cannabis, investments in cannabis business in the United States are subject to inconsistent legislation and regulation. The response to this inconsistency was addressed in August 2013 when then Deputy Attorney General, James Cole, authored a memorandum (the "Cole Memorandum"). The Cole Memorandum was addressed to all United States district attorneys acknowledging, that notwithstanding the designation of cannabis as a controlled substance at the federal level in the United States, several US states have enacted laws relating to cannabis for medical purposes. The Cole Memorandum outlined certain priorities for the Department of Justice (the "DOJ") relating to the prosecution of cannabis offenses. In particular, the Cole Memorandum noted that in jurisdictions that have enacted laws legalizing cannabis in some form and that have also implemented strong and effective regulatory and enforcement systems to control the cultivation, distribution, sale and possession of cannabis, conduct in compliance with those laws and regulations is less likely to be a priority at the U.S. federal level. Notably, however, the DOJ has never provided specific guidelines for what regulatory and enforcement systems it deems sufficient under the Cole Memorandum standard. In light of limited investigative and prosecutorial resources, the Cole Memorandum concluded that the DOJ should be focused on addressing only the most significant threats related to cannabis. States where medical cannabis had been legalized were not characterized as a high priority.

On January 4, 2018, US Attorney General Jeff Sessions issued a memorandum to US district attorneys which rescinded the Cole Memorandum (the “Sessions Memorandum”). With the Cole Memorandum rescinded, U.S. federal prosecutors can exercise their discretion in determining whether to prosecute cannabis-related violations of U.S. federal law throughout the United States. The potential impact of the Sessions Memorandum is unknown and may have a material adverse effect on the Company’s business and results of operations

The Company’s business interests in the United States involve financing, leasing, branding and licensing arrangements with licensed cannabis producers and distributors. The Company is not aware of any non-compliance with the applicable licensing requirements or regulatory framework enacted by the states in which any of the Company’s customers, borrowers, lessees or partners are operating.

U.S. federal law pre-empts state law in these circumstances, so that the U.S. federal government can assert criminal violations of U.S. federal law despite state law. The level of prosecutions of state-legal cannabis operations is entirely unknown, nonetheless the stated position of the current administration is hostile to legal cannabis, and furthermore may be changed at any time by the DOJ, to become even more aggressive. The Sessions Memorandum lays the groundwork for United States district attorneys to take their cues on enforcement priority directly from Attorney General Jeff Sessions by referencing U.S. federal law enforcement priorities set by Attorney General Jeff Sessions. If the DOJ policy under Attorney General Jeff Sessions was to aggressively pursue financiers or equity owners of cannabis-related business, and United States district attorneys followed such DOJ policies through pursuing prosecutions, then the Company could face: (i) seizure of its cash and other assets used to support or derived from its cannabis subsidiaries, (ii) the arrest of its employees, directors, officers, and investors, and charges of ancillary criminal violations of the CSA for aiding and abetting and conspiring to violate the CSA.

Notwithstanding the foregoing, in March 2018, as part of the Congressional omnibus spending bill, Congress renewed, through the end of September 2018, the Rohrabacher Blumenauer Amendment (“RBA”) which prohibits the DOJ from expending any funds for the prosecution of medical cannabis businesses operating in compliance with state and local laws. Should the RBA not be renewed upon expiration in subsequent spending bills, there can be no assurance that the U.S. federal government will not seek to prosecute cases involving medical cannabis businesses that are otherwise compliant with state law. Such potential proceedings could involve significant restrictions being imposed upon the Company, while diverting the attention of key executives. Investors are cautioned that such proceedings could have a material adverse effect on the Company’s business, revenues, operating results and financial condition.

Proceeds of Crime

The Company is subject to a variety of laws and regulations domestically and in the United States that involve money laundering, financial recordkeeping and proceeds of crime, including the Currency and Foreign Transactions Reporting Act of 1970 (commonly known as the Bank Secrecy Act), as amended by Title III of the Uniting and Strengthening America by Providing Appropriate Tools Required to Intercept and Obstruct Terrorism Act of 2001 (USA PATRIOT Act), the Proceeds of Crime (Money Laundering) and Terrorist Financing Act (Canada), as amended and the rules and regulations thereunder, the Criminal Code (Canada) and any related or similar rules, regulations or guidelines, issued, administered or enforced by governmental authorities in the United States and Canada. In the event that any of the Company’s operations, or any proceeds thereof, any dividends or distributions therefrom, or any profits or revenues accruing from such operations in the United States were found to be in violation of money laundering legislation or otherwise, such transactions may be viewed as proceeds of crime under one or more of the statutes noted above or any other applicable legislation. This could restrict or otherwise jeopardize the ability of the Company to declare or pay dividends, effect other distributions or subsequently repatriate such funds back to Canada.

Access to Banks and Financial Services

The Company may have difficulty accessing the services of banks, which may make it difficult for the Company to operate. Since the use of cannabis is illegal under U.S. federal law, and in light of concerns in the banking industry regarding money laundering and other federal financial violations related to cannabis, U.S. banks have been reluctant to accept deposit funds from businesses involved with the cannabis industry. Consequently, businesses involved in the cannabis industry often have difficulty finding a bank willing to accept their business. Likewise, cannabis businesses have limited, if any, access to credit card processing services. As a result, many cannabis businesses in the US are cash-only. This complicates the implementation of financial controls and increases security issues. The inability to open or maintain bank accounts or secure credit cards may make it difficult for the Company to operate.

The lack of banking and financial services presents unique and significant challenges to businesses in the cannabis industry. The potential lack of a secure place in which to deposit and store cash, the inability to pay creditors through the issuance of cheques and the inability to secure traditional forms of operational financing, such as lines of credit, are some of the many challenges presented by the unavailability of traditional banking and financial services.

Regulatory Scrutiny of the Company’s Interests in the United States

For the reasons set forth above, the Company’s interests in the United States cannabis market, and future commercial arrangements or acquisitions, may become the subject of heightened scrutiny by regulators, stock exchanges, clearing agencies and other authorities in Canada and the United States. As a result, the Company may be subject to significant direct and indirect interaction with public officials. There can be no assurance that this heightened scrutiny will not in turn lead to the imposition of certain restrictions on the Company’s ability to carry on its business in the United States.

Constraints on Marketing Products

The development of the Company's business and operating results may be hindered by applicable restrictions on sales and marketing activities imposed by government regulatory bodies. The regulatory environment in the United States limits the Company's ability to compete for market share in a manner similar to other industries. If the Company is unable to effectively market its products and compete for market share, or if the costs of compliance with government legislation and regulation cannot be absorbed through increased selling prices for its products, the Company's sales and operating results could be adversely affected.

Unfavourable Tax Treatment of Cannabis Businesses

Under Section 280E ("Section 280E") of the United States Internal Revenue Code of 1986 as amended (the "U.S. Tax Code"), "no deduction or credit shall be allowed for any amount paid or incurred during the taxable year in carrying on any trade or business if such trade or business (or the activities which comprise such trade or business) consists of trafficking in controlled substances (within the meaning of schedule I and II of the CSA) which is prohibited by U.S. federal law or the law of any state in which such trade or business is conducted." This provision has been applied by the Internal Revenue Service to cannabis operations, prohibiting them from deducting expenses directly associated with the sale of cannabis. Section 280E therefore has a significant impact on the retail side of cannabis, but a lesser impact on cultivation and manufacturing operations. A result of Section 280E is that an otherwise profitable business may, in fact, operate at a loss, after taking into account its U.S. income tax expenses.

Limited Trademark Protection

The Company will not be able to register any U.S. federal trademarks for its cannabis products. Because producing, manufacturing, processing, possessing, distributing, selling, and using cannabis is a crime under the CSA, the United States Patent and Trademark Office will not permit the registration of any trademark that identifies cannabis products. As a result, the Company likely will be unable to protect its cannabis product trademarks beyond the geographic areas in which it conducts business. The use of its trademarks outside the states in which it operates by one or more other persons could have a material adverse effect on the value of such trademarks.

Lack of Access to U.S. Bankruptcy Protections

Because the use of cannabis is illegal under U.S. federal law, many courts have denied cannabis businesses bankruptcy protections, thus making it very difficult for lenders to recoup their investments in the cannabis industry in the event of a bankruptcy. If the Company were to experience a bankruptcy, there is no guarantee that U.S. federal bankruptcy protections would be available to the Company, which would have a material adverse effect.

Potential FDA Regulation

Should the U.S. federal government legalize cannabis, it is possible that the U.S. Food and Drug Administration (the "FDA"), would seek to regulate it under the Food, Drug and Cosmetics Act of 1938. Additionally, the FDA may issue rules and regulations including good manufacturing practices, related to the growth, cultivation, harvesting and processing of medical cannabis. Clinical trials may be needed to verify efficacy and safety. It is also possible that the FDA would require that facilities where medical-use cannabis is grown register with the FDA and comply with certain federally prescribed regulations. In the event that some or all of these regulations are imposed, the impact on the cannabis industry is unknown, including what costs, requirements and possible prohibitions may be enforced. If the Company is unable to comply with the regulations or registration as prescribed by the FDA it may have an adverse effect on the Company's business, operating results and financial condition.

Legality of Contracts

Because certain of the Company's contracts involve cannabis and other activities that are not legal under U.S. federal law and in various states, the Company may face difficulties in enforcing its contracts in U.S. federal and certain state courts.

Currency Fluctuations

Due to the Company's present operations in the United States, the Company is expected to be exposed to significant currency fluctuations. Recent events in the global financial markets have been coupled with increased volatility in the currency markets. The Company does not have currency hedging arrangements in place. Fluctuations in the exchange rate between the US dollar and the Canadian dollar, may have a material adverse effect on the Company's business, financial position or results of operations.

Unfavourable Publicity or Consumer Perception

Management of the Company believes the recreational cannabis industry is highly dependent upon consumer perception regarding the safety, efficacy and quality of the recreational cannabis produced. Consumer perception of the Company's products may be significantly influenced by scientific research or findings, regulatory investigations, litigation, media attention and other publicity regarding the consumption of recreational cannabis products. There can be no assurance that future scientific research, findings, regulatory proceedings, litigation, media attention or other research findings or publicity will be favourable to the recreational cannabis market or any particular product, or consistent with earlier publicity. Future research reports, findings, regulatory proceedings, litigation, media attention or other publicity that are perceived as less favourable than, or that question, earlier research reports, findings or publicity could have a material adverse effect on the demand for the Company's products and the business, results of operations, financial condition and cash flows of the Company. The Company's dependence upon consumer perceptions means that adverse scientific research reports, findings, regulatory proceedings, litigation, media attention or other publicity, whether or not accurate or with merit, could have a material adverse effect on the Company, the demand for the Company's products, and the business, results of operations, financial condition and cash flows of the Company. Further, adverse publicity reports or other media attention regarding the safety, efficacy and quality of recreational cannabis in general, or the Company's products specifically, or associating the consumption of recreational cannabis with illness or other negative effects or events, could have such a material adverse effect. Such adverse publicity reports or other media attention could arise even if the adverse effects associated with such products resulted from consumers' failure to consume such products appropriately or as directed.

Future Acquisitions and Dispositions

Material acquisitions, dispositions and other strategic transactions (including the Proposed Transactions and the Organa Brands Option) involve a number of risks, including: (i) potential disruption of the Company's ongoing business; (ii) diversion of management's time and attention; (iii) the Company becoming more financially leveraged; (iv) the anticipated benefits and cost savings of those transactions not being fully realized or at all or taking longer to realize than expected; (v) an increase in the scope and complexity of the Company's operations; and (vi) loss or reduction of control over certain of the Company's assets. Additionally, the Company may issue additional Common Shares in connection with such transactions, which would dilute a shareholder's holdings in the Company.

The presence of one or more material liabilities of an acquired company that are unknown to the Company at the time of acquisition could have a material adverse effect on the business, results of operations, prospects and financial condition of the Company. A strategic transaction may result in a significant change in the nature of the Company's business, operations and strategy. In addition, the Company may encounter unforeseen obstacles or costs in implementing a strategic transaction or integrating any acquired business into the Company's operations.

Limited Operating History

As a high growth enterprise, the Company does not have a history of profitability. The Company is therefore subject to many of the risks common to early-stage enterprises, including under-capitalization, cash shortages, limitations with respect to personnel, financial, and other resources and lack of revenues. There is no assurance that the Company will be successful in achieving a return on shareholders' investment and the likelihood of success must be considered in light of the early stage of operations.

The Company's Products and Operations

As a relatively new industry, there are not many established players in the recreational cannabis industry whose business model the Company can follow or build on the success of. Similarly, there is limited information about comparable companies available for potential investors to review in making a decision about whether to invest in the Company.

Shareholders and investors should further consider, among other factors, the Company's prospects for success in light of the risks and uncertainties encountered by companies that, like the Company, are in their early stages. For example, unanticipated expenses and problems or technical difficulties may occur and they may result in material delays in the operation of the Company's business. The Company may not successfully address these risks and uncertainties or successfully implement its operating strategies. If the Company fails to do so, it could materially harm the Company's business to the point of having to cease operations and could impair the value of the Common Shares to the point that investors may lose their entire investment.

The Company expects to commit significant resources and capital to develop and market existing products and new products and services. These and other new products and services may be subject to significant competition with offerings by new and existing competitors in the business. In addition, new products and services may pose a variety of challenges and require the Company to attract additional qualified employees. The failure to successfully develop and market these new products and services could seriously harm the Company's business, financial condition and results of operations.

Product Liability

As a manufacturer and distributor of products designed to be ingested or used as a conduit for consumption by humans, the Company faces an inherent risk of exposure to product liability claims, regulatory action and litigation if its products are alleged to have caused significant loss or injury. A product liability claim or regulatory action against the Company could result in increased costs, could adversely affect the Company's reputation with its clients and consumers generally, and could have a material adverse effect on the business, results of operations, financial condition or prospects of the Company. There can be no assurances that the Company will be able to maintain product liability insurance on acceptable terms or with adequate coverage against potential liabilities. Such insurance is expensive and may not be available in the future on acceptable terms, or at all. The inability to maintain sufficient insurance coverage on reasonable terms or to otherwise protect against potential product liability claims could prevent or inhibit the commercialization of the Company's products, could lead to litigation, including class actions, or otherwise have a material adverse effect on the business, results of operations, financial condition or prospects of the Company.

Product Recalls

Manufacturers and distributors of products are sometimes subject to inadequate recall or return of their products for a variety of reasons, including product defects, contamination, unintended harmful side effects or interactions with other substances, packaging safety and inadequate or inaccurate labeling disclosure. Such recalls will result in unexpected expenses of the recall and any legal proceedings that might arise in connection with the recall. This can cause loss of a significant amount of sales. In addition, a product recall may require significant management attention. Although the Company will have detailed procedures in place for testing its products, there can be no assurance that any quality or contamination problems will be detected in time to avoid unforeseen product recalls, regulatory action or lawsuits. Additionally, if one of the Company's brands were subject to recall, the image of that brand and the Company could be harmed.

Reliance on Management

Success of the Company will be dependent upon the ability, expertise, judgment, discretion and good faith of its senior management and key personnel. While employment agreements are customarily used as a primary method of retaining the services of key employees, these agreements cannot assure the continued services of such employees. Any loss of the services of such individuals could have a material adverse effect on the Company's business, operating results or financial condition.

Insurance and Uninsured Risk

The Company's business is subject to a number of risks and hazards generally, including adverse environmental conditions, accidents, labour disputes and changes in the regulatory environment. Such occurrences could result in damage to assets, personal injury or death, environmental damage, delays in operations, monetary losses and possible legal liability.

Although the Company intends to continue to maintain insurance to protect against certain risks in such amounts as it considers to be reasonable, its insurance will not cover all the potential risks associated with its operations. The Company may also be unable to maintain insurance to cover these risks at economically feasible premiums. Insurance coverage may not continue to be available or may not be adequate to cover any resulting liability.

Dependence on Key Inputs, Suppliers and Skilled Labour

The Company's business is dependent on a number of key inputs and their related costs including raw materials. Any significant interruption or negative change in the availability or economics of the supply chain for key inputs could materially impact the business, financial condition, results of operations or prospects of the Company. Some of these inputs may only be available from a single supplier or a limited group of suppliers. If a sole source supplier was to go out of business, the Company might be unable to find a replacement for such source in a timely manner or at all. If a sole source supplier were to be acquired by a competitor, that competitor may elect not to sell to the Company in the future. Any inability to secure required supplies and services or to do so on appropriate terms could have a materially adverse impact on the business, financial condition, results of operations or prospects of the Company.

Difficulty to Forecast

The Company must rely largely on its own market research to forecast sales as detailed forecasts are not generally obtainable from other sources at this early stage of the recreational cannabis industry in the states in which the Company's business will operate. A failure in the demand for its products to materialize as a result of competition, technological change or other factors could have a material adverse effect on the business, results of operations and financial condition of the Company.

Co-Investment Risk

The Company may co-invest in one or more investments with certain strategic investors and/or other third parties through joint ventures or other entities, which parties in certain cases may have different interests or superior rights to those of the Company. Additionally, the Company’s investments may be subject to typical risks associated with third-party involvement, including the possibility that a third-party may have financial difficulties resulting in a negative impact on such investment, may have economic or business interests or goals that are inconsistent with those of the Company, or may be in a position to take (or block) action in a manner contrary to the Company’s objectives. The Company may also, in certain circumstances, be liable for the actions of its third-party partners or co-investors. Co-investments by third parties may or may not be on substantially the same terms and conditions as the Company, and such different terms may be disadvantageous to the Company.

Management of Growth

The Company may be subject to growth-related risks including capacity constraints and pressure on its internal systems and controls. The ability of the Company to manage growth effectively will require it to continue to implement and improve its operational and financial systems and to expand, train and manage its employee base. The inability of the Company to deal with this growth may have a material adverse effect on the Company’s business, financial condition, results of operations and prospects.

Internal Controls

Effective internal controls are necessary for the Company to provide reliable financial reports and to help prevent fraud. Although the Company will undertake a number of procedures and will implement a number of safeguards, in each case, in order to help ensure the reliability of its financial reports, the Company cannot be certain that such measures will ensure that the Company will maintain adequate control over financial processes and reporting. Failure to implement required new or improved controls, or difficulties encountered in their implementation, could harm the Company’s results of operations or cause it to fail to meet its reporting obligations. If the Company or its auditors discover a material weakness, the disclosure of that fact, even if quickly remedied, could reduce the market’s confidence in the Company’s consolidated financial statements and materially adversely affect the trading price of the Common Shares.

Litigation

The Company may become party to litigation from time to time in the ordinary course of business which could adversely affect its business. Should any litigation in which the Company becomes involved be determined against the Company such a decision could adversely affect the Company’s ability to continue operating and the market price for the Common Shares and could use significant resources. Even if the Company is involved in litigation and is successful, litigation can redirect significant resources of the Company and may nonetheless have resulted in adverse public or consumer perception of the Company and its business and products.

Intellectual Property Risks

The Company may have certain proprietary intellectual property, including but not limited to brands, trademarks, trade names, patents and proprietary processes. The Company will rely on this intellectual property, know-how and other proprietary information, and require employees, consultants and suppliers to sign confidentiality agreements. However, these confidentiality agreements may be breached, and the Company may not have adequate remedies for such breaches. Third parties may independently develop substantially equivalent proprietary information without infringing upon any proprietary technology. Third parties may otherwise gain access to the Company’s proprietary information and adopt it in a competitive manner. Any loss of intellectual property protection may have a material adverse effect on the Company’s business, results of operations or prospects.

As long as cannabis remains illegal under U.S. federal law as a Schedule I controlled substance pursuant to the CSA, the benefit of certain federal laws and protections which may be available to most businesses, such as federal trademark and patent protection regarding the intellectual property of a business, may not be available to the Company. As a result, the Company’s intellectual property may never be adequately or sufficiently protected against the use or misappropriation by third-parties. In addition, since the regulatory framework of the cannabis industry is in a constant state of flux, the Company can provide no assurance that it will ever obtain any protection of its intellectual property, whether on a federal, state or local level. While many states do offer the ability to protect trademarks independent of the federal government, patent protection is wholly unavailable on a state level, and state-registered trademarks provide a lower degree of protection than would federally-registered marks.

General Economic Risks

The Company’s operations could be affected by the economic context should interest rates, inflation or the unemployment level reach levels that influence consumer trends and spending and, consequently, impact the Company’s sales and profitability.

RISKS RELATED TO THE OFFERING

No Market for the Common Shares

There is currently no market through which the Subscription Receipts or the Common Shares may be sold and there is no assurance that the Common Shares will be admitted to a listing or qualified for distribution in Canada or any other jurisdiction.

Additional Financing and Risk of Dilution

The Company will require equity and/or debt financing to support on-going operations, to undertake capital expenditures or to undertake acquisitions or other business combination transactions. There can be no assurance that additional financing will be available to the Company when needed or on terms which are acceptable. The Company's inability to raise financing to fund capital expenditures or acquisitions could limit its growth and may have a material adverse effect upon future profitability.

If additional funds are raised through further issuances of equity or convertible debt securities, existing shareholders could suffer significant dilution, and any new equity securities issued could have rights, payments of dividends preferences and privileges superior to those of holders of Common Shares. Any debt financing secured in the future could involve restrictive covenants relating to capital raising activities and other financial and operational matters, which may make it more difficult for the Company to obtain additional capital and to pursue business opportunities.

Volatile Market Price for the Common Shares

In the event the Company becomes a reporting issuer pursuant to applicable Canadian securities laws and its Common Shares become listed on a stock exchange, the market price for the Common Shares may be volatile and subject to wide fluctuations in response to numerous factors, many of which will be beyond the Company's control, including, but not limited to the following:

- actual or anticipated fluctuations in the Company's quarterly results of operations;
- recommendations by investment banks;
- changes in the economic performance or market valuations of companies in the industry in which the Company will operate;
- addition or departure of the Company's executive officers and other key personnel;
- release or expiration of transfer restrictions on outstanding Common Shares;
- sales or perceived sales of additional Common Shares;
- operating and financial performance that vary from the expectations of management and investors;
- regulatory changes affecting the Company's industry generally and its business and operations both domestically and abroad;
- announcements of developments and other material events by the Company or its competitors;
- fluctuations to the costs of vital production materials and services;
- changes in global financial markets and global economies and general market conditions, such as interest rates and pharmaceutical product price volatility;
- significant acquisitions or business combinations, strategic partnerships, joint ventures or capital commitments by or involving the Company or its competitors;
- operating and share price performance of other companies that investors deem comparable to the Company or from a lack of market comparable companies; and
- news reports relating to trends, concerns, technological or competitive developments, regulatory changes and other related issues in the Company's industry or target markets.

Financial markets have recently experienced significant price and volume fluctuations that have particularly affected the market prices of equity securities of companies and that have often been unrelated to the operating performance, underlying asset values or prospects of such companies. Accordingly, the market price of the Common Shares of the Company may decline even if the Company's operating results, underlying asset values or prospects have not changed. Additionally, these factors, as well as other related factors, may cause decreases in asset values that are deemed to be other than temporary, which may result in impairment losses. There can be no assurance that continuing fluctuations in price and volume will not occur. If such increased levels of volatility and market turmoil continue, the Company's operations could be adversely impacted, and the trading price of the Common Shares may be materially adversely affected.

SLANG WORLDWIDE

The Offering and Proposed Transactions may Divert the Attention of the Company's Management

This offering and Proposed Transactions could cause the attention of the Company's management to be diverted from the day-to-day operations. These disruptions could be exacerbated by a delay in the completion of the offering or the Proposed Transactions and could have an adverse effect on the business, operating results or prospects of the Company regardless of whether the offering is ultimately completed.

The Requirements of Being a Public Company may Strain the Company's Resources

In the event the Company becomes a reporting issuer pursuant to applicable Canadian securities laws and its Common Shares become listed on a stock exchange, the Company, and its business activities, will be subject to the reporting requirements of applicable securities legislation, the listing requirements of the exchange on which it would be listed and any other applicable securities rules and regulations. Compliance with such rules and regulations will increase the Company's legal and financial costs as compared to the Company's current activities, making some activities more difficult, time consuming or costly, and increase demand on its systems and resources.

Investment in Subscription Receipts

Any purchase of the Subscription Receipts is highly speculative given the uncertain nature of the Company's business and its stage of development, and may result in the loss of a purchaser's entire investment. There can be no assurance that an active and liquid market for the Subscription Receipts or the Common Shares will develop and be maintained, and a purchaser may find it difficult to resell any securities of the Company.

Failure to Close Proposed Transactions or Exercise the Organa Brands Option

The closing of the Proposed Transactions (including the exercise of the Organa Brands Option) are subject to normal commercial risks, in that such transactions may not be completed on the terms negotiated or at all. In the event that the Organa Brands Transaction and Firefly Transaction are not completed, the escrowed funds will be returned to holders of Subscription Receipts together with their pro rata entitlement to interest earned thereon and the Subscription Receipts will be cancelled.