



Avicanna Announces Warrant and Debenture Repricing and Amendments

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TORONTO, Jan. 30, 2023 -- Avicanna Inc. ("**Avicanna**" or the "**Company**") (TSX: AVCN) (OTCQX: AVCNF) (FSE: ONN), a commercial stage, international biopharmaceutical company focused on the development advancement, and commercialization of evidence-based, cannabinoid-based products, announces that the Company has entered agreements with the holders (the "**Holders**") of convertible debentures (the "**Debentures**") bearing an aggregate principal amount of \$1,938,000 and a maturity date of January 28, 2023 (the "**Original Maturity Date**") and 1,056,210 common share purchase warrants (the "**Warrants**") issued pursuant to a debenture unit financing which closed on January 28, 2022 (the "**Debenture Financing**"), to amend the terms of the Debentures and Warrants (the "**Amending Agreements**"). An aggregate of \$250,000 of Debentures and 136,250 Warrants (the "**Insider Warrants**") were originally issued to insiders of the Company pursuant to the Debenture Financing.

Pursuant and subject to the terms of the Amending Agreements, the exercise price of the Warrants will be amended from \$1.10 to \$0.55 per common share of the Company (each, a "**Common Share**"), and will have their expiry date amended from January 28, 2025, to January 28, 2026 (the "**Warrant Amendments**"). Debentures bearing an aggregate principal amount of \$876,000 will have their conversion price amended from \$0.85 to \$0.40 per Common Share (the "**Repriced Debentures**"), while the remaining Debentures (the "**Extended Debentures**", and together with the Repriced Debentures, the "**Amended Debentures**") bearing an aggregate principal amount of \$1,062,000 will have their maturity date extended to July 28, 2023 (the "**Debenture Amendments**"). A total of 3,439,409 Common Shares are issuable upon conversion of the Amended Debentures. The Repriced Debentures will be converted into an aggregate of 2,190,000 Common Shares on or before the Original Maturity Date.

Pursuant to the policy of the Toronto Stock Exchange (the "**TSX**") the Warrant Amendments with respect to the Insider Warrants are subject to approval of the disinterested shareholders of the Company, which the Company intends to seek at its next annual and special meeting of shareholders. If disinterested shareholder approval is not obtained, the Insider Warrants will not be subject to the Warrant Amendments. The Warrant Amendments with respect to Holders who are not insiders will take effect ten (10) business days following the date of this release.

The Warrant Amendments and Debenture Amendments remain subject to the approval of TSX.

About Avicanna Inc.

Avicanna is a commercial-stage international biopharmaceutical company focused on the advancement and commercialization of evidence-based cannabinoid-based products for the global medical and pharmaceutical market segments. Avicanna has an established scientific platform including R&D and clinical development that has led to the commercialization of more than thirty products across various market segments:

Medical Cannabis & Wellness Products: Marketed under the RHO Phyto™ brand these medical and wellness products are a line of pharmaceutical-grade cannabinoid products containing varying ratios of cannabidiol ("CBD") and tetrahydrocannabinol ("THC"). The product portfolio contains a full formulary of products including oral, sublingual, topical, and transdermal deliveries that have controlled dosing, enhanced absorption and stability studies supported by pre-clinical data. The formulary is marketed with consumer, patient and medical-community education and training.

Pharmaceutical Pipeline: Leveraging Avicanna's scientific platform, vertical integration, and real-world evidence, Avicanna has created a pipeline of patent-pending drug candidates that are indication-specific and in various stages of clinical development and commercialization. These cannabinoid-based drug candidates look to address unmet medical needs in the areas of dermatology, chronic pain, and various neurological disorders. Avicanna's first pharmaceutical preparation (Trunerox™) is in the drug registration stage in South America.

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For more information about Avicanna, visit www.avicanna.com, contact Ivana Maric by email at info@avicanna.com or follow us on social media on [LinkedIn](#), [Twitter](#), [Facebook](#) or [Instagram](#).

If you are a Healthcare Professional and would like to learn more about using medical cannabis in your practice, please visit [Avicenna Academy](#).

The Company posts updates through videos from the official Company [YouTube](#) channel.

Cautionary Note Regarding Forward-Looking Information and Statements

This news release contains “forward-looking information” within the meaning of applicable securities laws. Forward-looking information contained in this news release may be identified by the use of words such as, “may”, “would”, “could”, “will”, “likely”, “expect”, “anticipate”, “believe”, “intend”, “plan”, “forecast”, “project”, “estimate”, “outlook” and other similar expressions. Forward-looking information contained in this news release includes, without limitation, the implementation of the Warrant Amendments and Debenture Amendments, the receipt of approval of disinterested shareholders of the Company, the receipt of all approvals of the Toronto Stock Exchange, statements with respect to the Company's future business operations, the opinions or beliefs of management and future business goals. Although the Company believes that the expectations and assumptions on which such forward looking information is based are reasonable, undue reliance should not be placed on the forward-looking information because the Company can give no assurance that they will prove to be correct. Actual results and developments may differ materially from those contemplated by these statements. Forward-looking information is subject to a variety of risks and uncertainties that could cause actual events or results to differ materially from those projected in the forward-looking information. Such risks and uncertainties include, but are not limited to current and future market conditions, including the market price of the common shares of the Company, and the risk factors set out in the Company's annual information form dated March 31, 2022 and final short form prospectus dated November 27, 2020, filed with the Canadian securities regulators and available under the Company's profile on SEDAR at www.sedar.com. The statements in this news release are made as of the date of this release. The Company disclaims any intent or obligation to update any forward-looking information, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws.