VALENS

For Immediate Release **September 24, 2019**

VALENS ANNOUNCES RESULTS OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

Kelowna, B.C., September 24, 2019 – Valens GroWorks Corp. (TSXV: VGW) (OTCQX: VGWCF) (the "**Company**" or "**Valens**"), a vertically integrated provider of industry leading extraction products and services, including a diverse suite of extraction methodologies, next generation cannabinoid delivery formats and an ISO 17025 accredited analytical lab, is pleased to announce the voting results from the Company's Annual General and Special Meeting of Shareholders (the "**Meeting**"), held in Toronto, Ontario on September 24, 2019.

The total number of common shares of the Company ("**Common Shares**") represented by shareholders present in person and by proxy at the Meeting was 43,999,025 Common Shares, representing 35.7% of the Company's total issued and outstanding Common Shares as of the record date.

All of the matters put forward before shareholders for consideration and approval as set out in the Company's notice of meeting and management information circular, dated August 20, 2019, were approved by the requisite majority of votes cast at the Meeting. In particular, shareholders approved the re-election of all director nominees to hold office until the next annual meeting of shareholders or until their successors are elected or appointed. Results of the vote for the election of directors at the Meeting are set out as follows:

Nominee	**Votes For**	**Votes Withheld**	**% of Votes Cast For**
Tyler Robson	28,733,832	97,177	99.7%
Christopher Buysen	27,933,274	897,735	96.9%
Ashley McGrath	27,927,421	903,588	96.9%
Chris Irwin	27,718,481	1,112,528	96.1%
Nitin Kaushal	27,918,128	912,881	96.8%
Deepak Anand	28,790,687	40,322	99.9%

Shareholders also approved the following items of business before the meeting: (1) setting the number of directors at six, (2) the appointment of Davidson & Company LLP as auditor of the Company for the ensuing year and the authorization of directors to fix their remuneration, (3) approving amendments to the Company's stock option plan, and (4) approving the advance notice policy of the Company.

Detailed voting results are available under the Company's profile on SEDAR at www.sedar.com.

About Valens GroWorks

Valens GroWorks Corp. (TSXV:VGW) (OTCQX:VGWCF) is a multi-licensed, vertically-integrated cannabis company focused on being the partner of choice for leading Canadian and international cannabis brands by providing best-in-class, proprietary services including CO2, ethanol, hydrocarbon, solvent-less and terpene extraction, analytical testing, formulation and white label product development. Valens is the largest third-party extraction company in Canada with an annual capacity of 425,000 kg of dried cannabis and hemp biomass at our purpose-built facility in Kelowna, British Columbia, which is in the process of becoming European Union (EU) Good Manufacturing Practices (GMP) compliant. Additionally, our subsidiary Valens Labs is a Health Canada licensed ISO 17025 accredited cannabis testing lab providing sector-leading analytical services and has partnered with Thermo Fisher Scientific to develop a Centre of Excellence in Plant-Based Science. For more information, please visit www.valensgroworks.com. The Company's investor deck can be found specifically at www.valensgroworks.com/investors/.

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Notice regarding Forward Looking Statements

This news release contains certain "forward-looking statements" within the meaning of such statements under applicable securities law. Forward-looking statements are frequently characterized by words such as "anticipates", "plan", "continue", "expect", "project", "intend", "believe", "anticipate", "estimate", "may", "will", "potential", "proposed", "positioned" and other similar words, or statements that certain events or conditions "may" or "will" occur. These statements are only predictions. Various assumptions were used in drawing the conclusions or making the projections contained in the forward-looking statements throughout this news release. Forward-looking statements are based on the opinions and estimates of management at the date the statements are made and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward-looking statements. The Company is under no obligation, and expressly disclaims any intention or obligation, to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as expressly required by applicable law.

The TSXV or other regulatory authority has not reviewed, approved or disapproved the contents of this press release. We seek Safe Harbour.