



Meta Growth Signs Definitive Agreement to Sell Investment in Australian Medicinal Cannabis Clinic Network

TORONTO, May 12, 2020 /CNW/ - Meta Growth Corp. (TSXV: META) ("Meta Growth", "META" or the "Company"), a leading Canadian recreational cannabis retailer, today announced that it is selling its common shares in Tetra Pty Ltd ("Tetra") to THC Global Group Limited (ASX: THC) ("THC") for total consideration of AU\$900,000.

META originally invested in Tetra, a leading clinic network in Australia facilitating access to legal medicinal cannabis, in March 2019. As META's strategic focus shifted from medicinal cannabis to recreational retail cannabis, the Company has been evaluating opportunities to monetize its medicinal cannabis investments and redeploy the proceeds into recreational retail. META's total investment in Tetra was AU\$100,000.

The consideration value of AU\$900,000 is allocated as AU\$150,000 in cash, and AU\$750,000 in THC shares, and will be paid on a staged basis as per the following table:

<p>Stage 1 At Close</p>	<ul style="list-style-type: none"> • AU\$75,000 in cash • 1,350,000 THC shares issued at AU\$0.25 per share • 1,500,000 stock options in THC exercisable at AU\$0.40 expiring two years after issue
<p>Stage 2 Three months after Close</p>	<ul style="list-style-type: none"> • AU\$37,500 in cash • AU\$225,000 in THC shares, with the issue price calculated as the higher of 105% of the 10-trading day VWAP prior to issue date or AU\$0.35
<p>Stage 3 Six months after Close</p>	<ul style="list-style-type: none"> • AU\$37,500 in cash • AU\$187,500 in THC shares, with the issue price calculated as the higher of 105% of the 10-trading day VWAP prior to issue date or AU\$0.40

The Stage 1 THC shares and the THC stock options are subject to a 12 month hold from their date of issue.

THC is a diversified global cannabis company with primary operations in Australia and Canada. It is listed on the ASX under the symbol THC. THC is the first ASX listed entity to fully own and operate commercial medicinal cannabis production facilities under Australia's cannabis regulations, and its Southport facility is one of the largest pharmaceutical GMP cannabis manufacturing facilities in the world. THC also owns and operates Crystal Mountain, a profitable, fast growing hydroponics equipment and

supplies wholesaler and retailer servicing the rapidly expanding cannabis sector in North America and Europe. Post-acquisition, Tetra and THC will pursue a number of expansion opportunities, including expanding its current network of partnerships with private hospitals and medical centres in Australia, and exploring the potential to launch in new regions including New Zealand.

The transaction is subject to customary closing conditions and is expected to close before the end of May 2020.

About Meta Growth

Meta Growth is a leader in secure, safe and responsible access to legal recreational cannabis in Canada. Through its Canada-wide network of Meta Cannabis Co.™, Meta Cannabis Supply Co.™ and NewLeaf Cannabis™ recreational cannabis retail stores, Meta Growth enables the public to gain knowledgeable access to Canada's network of authorized Licensed Producers of cannabis. Meta Growth is listed on the TSX Venture Exchange under the symbol (TSXV: META).

For more information on Meta Growth, visit:

metagrowth.com


Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

Cautionary Statements

This news release contains forward-looking statements and forward-looking information within the meaning of applicable securities laws. The use of any of the words "expect", "anticipate", "continue", "estimate", "objective", "ongoing", "may", "will", "project", "should", "believe", "plans", "intends" and similar expressions are intended to identify forward looking statements or information. Forward-looking statements and information in this news release includes, but is not limited to, satisfaction of closing conditions and the closing of the sale of the Company's common shares of Tetra to THC, the timing of receipt of the compensation from THC for the common shares, and THC and Tetra's expansion opportunities. Although the Company believes that the expectations and assumptions on which the forward-looking statements and information are based are reasonable, undue reliance should not be placed on the forward-looking statements and information because the Company cannot give any assurance that they will prove to be correct. Since forward-looking statements and information address future events and conditions, by their very nature they involve inherent risks and uncertainties. Actual results and developments may differ materially from those that are currently contemplated by these statements depending on, among other things, risks relating to the effects of the COVID-19 pandemic on the economy; the ability of the Company and THC to meet closing conditions, the ability of THC to pay the consideration for the Tetra common shares as it comes due; the ability of THC and Tetra to expand operations; future legislative and regulatory developments; inability to access sufficient capital from internal and external sources, and/or inability to access sufficient capital on favourable

terms; general business, economic, competitive, political, regulatory and social uncertainties; the delay or failure to receive regulatory approvals and the recreational cannabis industry in Canada generally. The Company cautions that the foregoing list of risks and uncertainties is not exhaustive. The forward-looking statements and information contained in this news release are made as of the date hereof and the Company undertakes no obligation to update publicly or revise any forward-looking statement or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws.

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For further information: Meta Growth, Mark Goliger, Chief Executive Officer, Meta Growth, Tel: 647-689-6382, corporate@metagrowth.com

CO: Meta Growth Corp.

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