



phivida
Holdings Inc.



Health & Wellness, in Harmony

Prospective investors should rely only on the information contained in the final prospectus dated November •, 2017 (the "**Prospectus**"). This presentation is qualified in its entirety by reference to, and must be read in conjunction with, the information contained in the Prospectus. A prospective investor is not entitled to rely on parts of the information contained in this Presentation to the exclusion of others. None of Phivida Holdings Inc. ("**Phivida**", the "**Company**", "**we**", or "**us**"), or Cananaccord Genuity Corp., Mackie Research Capital Corporation or Haywood Securities Inc. (together the "**Agents**") have authorized anyone to provide prospective purchasers with additional or different information. Phivida and the Agents are not offering to sell shares in any jurisdiction where the offer or sale of such securities is not permitted.

For prospective purchasers outside Canada, none of Phivida nor the Agents have done anything that would permit this offering or possession or distribution of the Prospectus in any jurisdiction where action for that purpose is required, other than in Canada. Prospective purchasers are required to inform themselves about, and to observe any restrictions relating to, this offering and the possession or distribution of the Prospectus.

In this presentation, all amounts are in Canadian dollars, unless otherwise indicated. Capitalized terms that are not defined in this presentation have the meanings ascribed to them in the Prospectus. Any graphs, tables or other information in this presentation demonstrating the historical performance of Phivida or any other entity contained in this presentation are intended only to illustrate past performance of such entities and are not necessarily indicative of future results of Phivida.

This presentation contains "forward-looking information" for purposes of applicable securities laws ("**forward-looking statements**"). Forward-looking statements are neither historical facts nor assurances of future performance. Instead, they are based on our current beliefs, expectations or assumptions regarding the future of our business, future plans and strategies, our operational results and other future conditions. Forward-looking statements can be identified by words such as "anticipate", "believe", "estimate", "expect", "intend", "may", "plan", "predict", "project", "seek", "target", "potential", "will", "would", "could", "should", "continue", "contemplate" and other similar expressions, although not all forward-looking statements contain these identifying words. These forward-looking statements include all matters that are not historical facts. They appear in a number of places throughout this presentation and include statements regarding our intentions, beliefs or current expectations concerning, among other things, our financial performance, financial condition, liquidity, prospects, growth, strategies and the industry in which we operate. This forward-looking information includes, among other things, statements relating to: plans regarding our revenue, expenses and operations; our anticipated cash needs and our need for additional financing; ability to protect, maintain and enforce intellectual property rights; plans for and timing of expansion of solutions and products; future growth plans and the ability to meet our business objectives; the acceptance by customers and the marketplace of new products and solutions; ability to attract new customers and develop and maintain existing customers; ability to attract and retain personnel; expectations with respect to advancement and adoption of new product lines and ingredients; competitive position and expectations regarding competition; and anticipated trends and challenges in our business and the markets in which we operate.

Although we base the forward-looking statements contained in this presentation on assumptions that we believe are reasonable, we caution you that actual results and developments (including our financial performance, financial condition and liquidity, and the development of the industry in which we operate) may differ materially from those made in or suggested by the forward-looking statements contained in this presentation. Despite a careful process to prepare and review the forward-looking statements, there can be no assurance that the underlying opinions, estimates, and assumptions will prove to be correct. Certain assumptions made in preparing the forward-looking statements contained in this presentation include, without limitation: our growth in North America and internationally; our ability to retain key management and personnel; our ability to establish our international presence and grow our international client base; our ability to obtain and maintain existing financing on acceptable terms; favourable legislative and regulatory development with respect to industrial hemp and marijuana; and our ability to keep pace with client preferences and demands.

By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. We believe that these risks and uncertainties include, but are not limited to, those described in the "Risk Factors" section of the Prospectus.

The risk factors contained in the Prospectus should not be construed as exhaustive and should be read with the other cautionary statements in the Prospectus. Although we have attempted to identify important risk factors, there may be other risk factors not presently known to us or that we presently believe are not material that could also cause actual results and developments to differ materially from those made in or suggested by the forward-looking statements contained in the Prospectus or this presentation. If any of the these risks materialize, or if any of the above assumptions underlying forward-looking statements prove incorrect, actual results and developments may differ materially from those made in or suggested by the forward-looking statements contained in the Prospectus or this presentation.

Given these risks and uncertainties, you are cautioned not to place undue reliance on these forward-looking statements. Any forward-looking statement in this presentation is made as of the date of the Prospectus, and, except as required by law, we undertake no obligation to update any forward-looking statements or to publicly announce the results of any revisions to any of those statements to reflect future events or developments. Comparisons of results for current and any prior periods are not intended to express any future trends or indications of future performance, unless specifically expressed as such, and should only be viewed as historical data.

An investment in our shares is subject to a number of risks that should be considered by a prospective purchaser. Prospective purchasers should carefully consider the risk factors described under "Risk Factors" in the Prospectus and final prospectus before purchasing shares.

Cautionary Note Regarding United States Securities Laws

This presentation does not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the securities of Phivida in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of such jurisdiction. The securities of Phivida have not been and will not be registered under the United States Securities Act of 1933, as amended (the "**U.S. Securities Act**"), or any state securities laws and may not be offered or sold within 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 U.S. Securities Act, unless an exemption from such registration is available.



Health & Wellness, in Harmony

Phivida celebrates a return to traditional whole plant medicine. Our mission is to be a leader in the alternative wellness sector -with a special focus on medicinal hemp. Phivida is dedicated to the highest benchmark in quality standards, while advancing scientific research, and investing back into the communities we so proudly serve.



WHOLESALE



CONSUMER



03

CLINICAL





**Professional Grade,
Wholesale**
Whole Plant Hemp Oil Extract



Blending the Best of Nature
Iced Tea, Vitamin Juice & Shakes

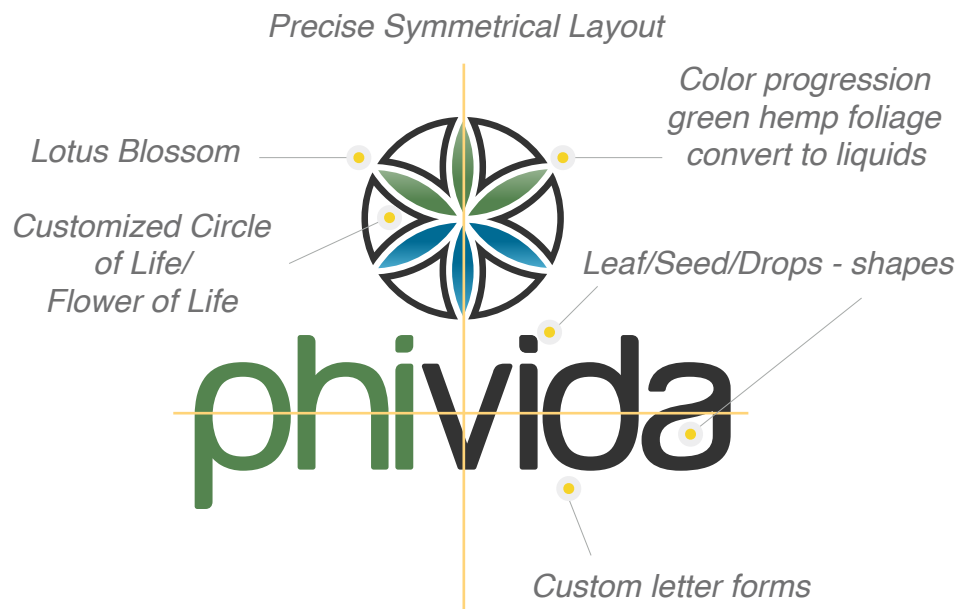


Experience the Freedom
Tinctures & Vitamin Shots



Our Brand

Pronounced "Fii - vee - daa"



PHI - THE GOLDEN RATIO

The mathematical code of nature (1:1.618), aka the Fibonacci Sequence, creating harmony in life– the blueprint of the universe, from the quantum, to the cosmos



VIDA - LIFE, IN BALANCE

A return to traditional preventative plant medicine as Mother Nature intended.



THE SEED OF LIFE

Sacred symbol representing the origins of creation (seven stages of the Genesis story)



ANCIENT KNOWLEDGE

Phi and the Seed of life have been revered by ancient civilizations, and major religions across the globe throughout history





Professional Grade, Wholesale Whole Plant Hemp Oil Extracts

Water Soluble - Any Beverage Format, Bio-availability

Wholesale Hemp Oil Extract

- Made with organic hemp
- Co2 Extracted, QA/C Standards, Lab Tested
- Pharmaceutical Grade, Professionally Made
- Full-Spectrum, Custom Formulations

- Cold or Hot Filtered
- Water Soluble
- Nanoencapsulated
- Microencapsulated





Blending the Best of Nature Infused Functional Beverages

Targeting Gut Health - GI Disorders, Digestion, etc.

Sweet Iced Tea

- Nutraceutical blend for gut health
- Nanoencapsulated CBD Hemp Oil
- Formulated by Naturopaths and Nutritionists

Natural Flavours

- Peach Passionfruit
- Green Tea Mint
- Lemon Ginger





Blending the Best of Nature

Infused Functional Beverages

Targets Daily Performance - Focus. Protect. Relax.

Vitamin Juice

- Proprietary nutraceutical/hemp oil blends
- Cognition/Memory, Immune Boost and Mood/Stress

Natural Flavours

- Pom-Cranberry
- Rasp-Blueberry
- Orange-Grapefruit

Coming Soon: Protein Shakes

- Targeting: Muscle and Joint Repair
- Dutch Chocolate, Vanilla Chai and Blueberry





Experience the Freedom Infused Vitamin Shots

Quality. Convenient. Effective.

Vitamin Shots

- FOCUS - Cognition/Memory
- PROTECT - Immune Boost
- RELAX - Mood/Stress

Natural Flavours

- Pom-Cranberry
- Rasp-Blueberry
- Orange-Grapefruit





Experience the Freedom

Introducing **Vida+** Tinctures

Vida+ Tinctures

- Professional Strength, Clinical Grade
- Premium Packaging Design
- Shrink-wrap and Tamper/Childproof

Contact us for a sample at info@phivida.com





Clinical CBD Drops

Professional Grade. Quality Tested



- Designed for Integrated Healthcare Professionals
- Specialty UV+ Packaging, for Extended Shelf Life
- Variety of Options, Range of Potency



Experience the Freedom

Full-Service Retail Support

- Merchandising
- Brand Marketing
- Customer Service



Endocannabinoid System

- How Does it Work?

- Cellular signalling in the central nervous system of all mammals
- Located in all major physiological systems (organs, glands, skeletal, skin, etc.)
- Endogenous cannabinoids are produced naturally in the body (highest in mother's milk)
- Cannabinoids (e.g. CBD) are lipids that connect with CB1-CB2 receptors in the ECS and function to modulate key physiological processes
- US Department of Health Patent # 6630507

Find out more about the
Endocannabinoid System

To find out more about
CBD Clinical Trials for:

- Cancer
- Pain and Inflammation
- Metabolic Syndrome
- Neurodegeneration
- GI Disorders

visit www.pubmed.gov

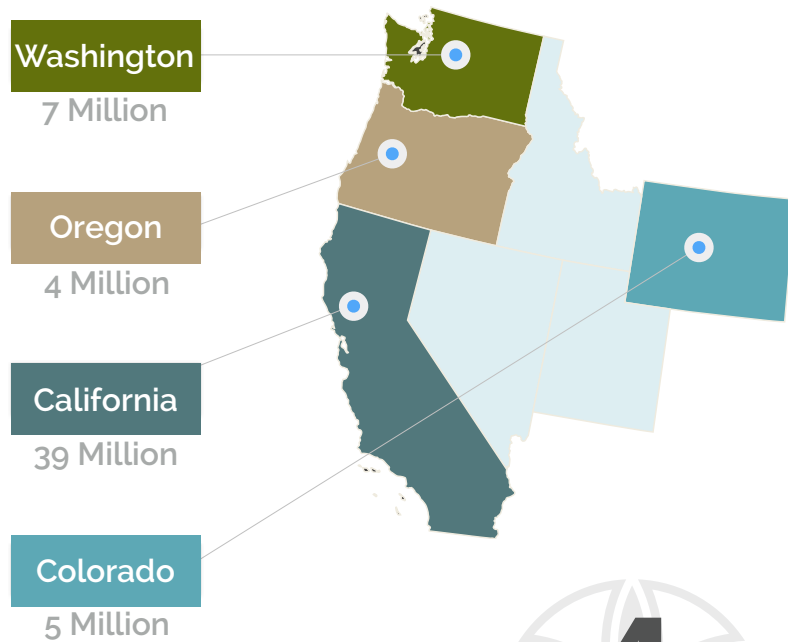


THE DATELINE SPECIAL PRESENTATION ON CBD

Key Channels

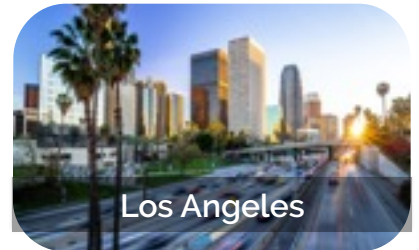
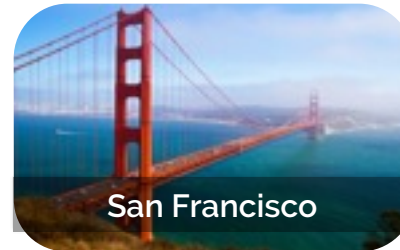
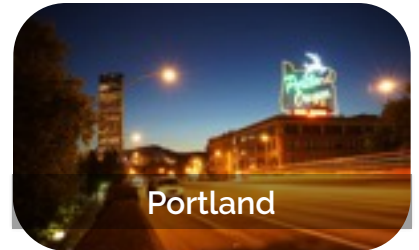
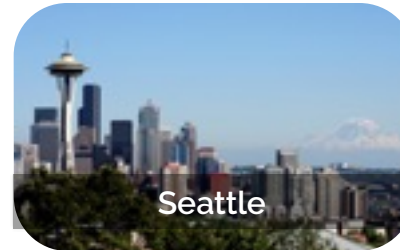


Distribution - States

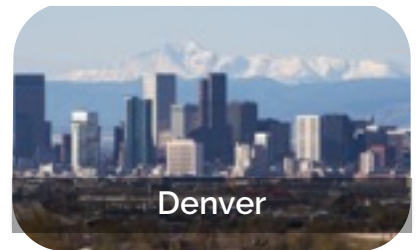


4
States

Target - Cities



5
Cities



Phivida Holdings Inc.



Share Capital	Dilutives	Totals (\$)	
Common Shares	27,073,951	-	
Warrants	2,452,700	\$295,445	577,700 @ 0.35
			1,875,000 @ 0.05
Share Options	3,700,000	\$740,000	\$0.20/option
Fully Diluted	33,226,651	-	

Total gross proceeds from options and and warrants are pending exercise



Management Team

Mr. John-David Belfontaine | Chief Executive Officer



- 15 years corporate development, management, corporate finance, public relations, marketing
- Specializing in new brand development, customer loyalty, channel strategy, affiliate / distributor management
- National Marketing Campaigns for Fortune 500 CPG companies. **Former Marketing Manager, Sodexo Canada**
- Former Assistant Retail Wealth Product Manager, Empire Life Financial (TSX.ELF), B.A (hons), McMaster.

Mr. Carmelo Marrelli, CPA, CA, CGA | Chief Financial Officer



- 18 years of experience in executive financial management for publicly traded companies
- Principal of Marrelli Support Inc. specializing in accounting and regulatory compliance for publicly listed companies on the Toronto Stock Exchange (TSX), and the Canadian Securities Exchange (CSE)
- Chartered Professional Accountant (CPA, CA, CGA) and a member of the Institute of Chartered Secretaries

Mr. George Kovalyov, CA | Vice President Finance, Director



- Experienced financial controller, public companies audits and financial statements to GAAP and IFRS standards.
- 6 years experience in various industries ranging from private companies to junior start up companies
- Chartered Accountant designation through the Institute of Chartered Accountant British Columbia
- Bachelor of Business Administration, Diploma in Accounting – Kwantlen University
- Founder and President of Schindlers and Co Chartered Accountant



Management Team

Kyle Johnston | Vice President Business Development



- 10 years of experience operating financial media companies with expertise in digital marketing
- Former CEO of VantageWire.com and later Chief Revenue Officer of Equities.com, Inc.

Mr. Bill Ciprick | Independent Director



- Senior VP of Business Development Bank of Canada (BDC)
- 24 years experience, Procter & Gamble Healthcare, SMART Technologies
- Specializing in Sales, Operations, Marketing

Mr. James Bailey | Independent Director



- 15 years of experience specializing marketing and distribution for Fortune 500 CPG companies
- Specializing in the consumer packaged goods industry, business development and executive leadership

Mr. Peter Simeon, LLB | Independent Director



- Current Partner at Gowling WLG (Canada) LLP
- 15 years of experience focused on securities, corporate finance and mergers and acquisitions
- Bachelor of Arts, Queen's University; LLB, Osgoode Hall Law School at York University



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1070-West 73rd
Vancouver, BC V6P 6G5

IR@Phivida.com
+1 (844) 744-6646 - ext 2

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