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ASX RELEASE

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MMJ's investment in Harvest One

MMJ Group Holdings Limited (ASX:MMJ) ("MMJ"), is an Australian-listed company that specialises in managing a portfolio of investments along the cannabis value-chain, in Australia, Canada, and Europe.

MMJ's investment in Harvest One – Loan Repayment

MMJ is pleased to advise that Harvest One Cannabis Inc.'s ("HVT" or "Harvest One") (TSX-V: HVT; OTCQX: HRVOF) has completed the sale of its United Greeneries' licensed cannabis cultivation and processing businesses located in Duncan, British Columbia ("the Duncan Facility"), to Costa Canna Production Limited Liability Partnership.

HVT has completed the repayment of the secured loan of CAD2m¹ from MMJ ("the Loan") from the proceeds of sale of the Duncan Facility. The Loan was advanced in January 2020 to provide HVT with the flexibility needed to continue the implementation of its strategic plan while continuing to evaluate longer-term financing options.

The proceeds from the repayment of the Loan will be reinvested into investment opportunities including those within our existing investee portfolio.

A copy of the HVT announcement is attached to this ASX announcement.

MMJ's investment in HVT

MMJ is the largest shareholder holding approximately 26% of HVT which is one of the largest investments within the MMJ cannabis and hemp portfolio.

MMJ's investment in HVT comprises of:

- a) 55,557,994 common shares of HVT (the "Common Shares") with a market value of approximately CAD4 million.
- b) 17,083,333 Common Share purchase warrants (the "Warrants"). Each Warrant entitles the holder to purchase one Common Share at a price of CAD0.06 at any time until the earlier of:
 - (i) the date of the further extension or renewal of the Loan; and
 - (ii) April 3, 2022.

HVT is a global cannabis company that develops and provides innovative lifestyle and wellness products to consumers and patients in regulated markets around the world.

Investor and Media Enquiries

Announcement authorised for release to ASX by:
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Chief Financial Officer and Company Secretary
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¹ HVT also repaid accrued interest of CAD0.2m

About MMJ

MMJ is a global cannabis investment company (ABN 91 601 236 417). MMJ owns a portfolio of minority investments and aims to invest across the full range of emerging cannabis-related sectors including healthcare, technology, infrastructure, logistics, processing, cultivation, equipment and retail. For MMJ's latest investor presentation and news, please visit: <https://www.mmjgh.com.au/investors/>

Important Notice

This announcement contains reference to certain intentions, expectations, future plans, strategy and prospects of MMJ. Those intentions, expectations, future plans, strategy and prospects may or may not be achieved. They are based on certain assumptions, which may not be met or on which views may differ and may be affected by known and unknown risks. The performance and operations of MMJ may be influenced by a number of factors, many of which are outside the control of MMJ. No representation or warranty, express or implied, is made by MMJ, or any of its directors, officers, employees, advisers or agents that any intentions, expectations or plans will be achieved either totally or partially or that any particular rate of return will be achieved. Given the risks and uncertainties that may cause MMJ's actual future results, performance or achievements to be materially different from those expected, planned or intended, recipients should not place undue reliance on these intentions, expectations, future plans, strategy and prospects. MMJ does not warrant or represent that the actual results, performance or achievements will be as expected, planned or intended. Nothing in this material should be construed as either an offer to sell or a solicitation of an offer to buy or sell securities. It does not include all available information and should not be used in isolation as a basis to invest in MMJ. This document does not constitute any part of any offer to sell, or the solicitation of an offer to buy, any securities in the United States or to, or for the account or benefit of any "US person" as defined in Regulation S under the US Securities Act of 1993 ("Securities Act"). MMJ's shares have not been, and will not be, registered under the Securities Act or the securities laws of any state or other jurisdiction of the United States, and may not be offered or sold in the United States or to any US person without being so registered or pursuant to an exemption from registration including an exemption for qualified institutional buyers.

Glossary

ABBREVIATION	Definition
AUD	means Australian dollars.
AASB	Australian Accounting Standards Board.
ACMPR	means Access to Cannabis for Medical Purposes Regulations.
ASX	means ASX Limited (ACN 008 624 691) or the financial market operated by ASX Limited, as the context requires.
ASX Listing Rules	means the Listing Rules of ASX.
B2B	Business to business
CAD	means Canadian dollars.
CBD	means Cannabidiol (CBD) is a crystalline, nonintoxicating cannabinoid in cannabis and hemp.
CBG	means Cannabigerol is the non-acidic form of cannabigerolic acid, the parent molecule from which other cannabinoids are synthesized.
Company or MMJ	means MMJ Group Holdings Limited (ACN 601 236 417).
EBITDA	means Earnings before Interest, Tax, Depreciation and Amortisation.
GMP	GMP stands for Good Manufacturing Practices and refers to a system of manufacturing that guarantees reproducibility of product quality to set specifications.
LPs	Canada's Licensed Producers of Cannabis Products
M	means million
MMPR	means Marihuana for Medical Purposes Regulation
MOIC	means multiple on invested capital
NTA	means net tangible assets.
Option	means an option to acquire a Share usually at predetermined price.
Share	means a fully paid ordinary share in the capital of the Company.
Shareholder	means a registered holder of a Share.
THC	means THC is the principal psychoactive constituent of cannabis
TSXV	Toronto Stock Exchange Venture
Warrant	means an option to acquire a Share usually at predetermined price.
WST	means Western Standard Time as observed in Perth, Western Australia.

Harvest One Completes Sale of Duncan Facility for \$8.2 million and Commences Cannabis 2.0 Licence Agreement

August 26, 2020 – Vancouver, British Columbia – Harvest One Cannabis Inc. ("**Harvest One**" or the "**Company**") (TSX-V: HVT; OTCQX: HRVOF) is pleased to announce today, further to its news release dated June 26, 2020, that the Company has completed the sale of its United Greeneries' licensed cannabis cultivation and processing businesses located in Duncan, British Columbia (the "**Duncan Facility**") to Costa Canna Production Limited Liability Partnership ("**Costa LLP**") and 626875 B.C. Ltd. (together with Costa LLP, the "**Purchasers**") for total cash consideration of \$8.2 million (the "**Transaction**").

"We are delighted to have completed the sale of the Duncan Facility, which represents an important step in the evolution of Harvest One, as it focuses on operating as a cannabis CPG company," said Andrew Bayfield, Chief Executive Officer of Harvest One.

"This divestiture along with other key restructuring initiatives has streamlined our operations and significantly improved the Company's balance sheet, allowing management to reinvigorate the growth of its core consumer brands LivRelief™, Dream Water™ and Satipharm."

Under Harvest One's new strategic direction, the Company will focus on the growth of its leading CPG brands LivRelief™, Dream Water™ and Satipharm. Harvest One will continue to accelerate the commercialization of both infused and non-infused over-the-counter consumer products, while leveraging its established distribution channels in North America and Europe.

In addition to the closing of the Transaction, Harvest One will commence its previously announced licencing agreement with the Purchasers (the "**Licence Agreement**"), which provides Harvest One with the distribution of Cannabis 2.0

products in Canada including LivRelief’s cannabis-infused topical creams currently available in six provinces across Canada.

The Company’s previously-announced Strategic Review remains ongoing, as the Company continues to evaluate all strategic alternatives and potential sales of additional non-essential assets including the sale of the Company’s 50.1% interest in Greenbelt Greenhouse and the Lucky Lake facility. The Company will continue to evaluate all transactions or financing alternatives available to support the growth and expansion of its CPG brands and product lines.

In conjunction with the closing of the Transaction, the previously-announced: (i) \$1.5 million bridge financing facility (the “**Bridge Facility**”) from Costa LLP, including the \$25,000 commitment fee under the Bridge Facility, has been repaid in full; and (ii) the secured loan (the “**Loan**”) from MMJ Group Holdings Ltd. (“**MMJ**”), including interest and legal fees, totaling \$2,206,397 will be repaid in full. In addition, upon closing of the Transaction, pursuant to a finder’s fee agreement entered into on February 26, 2020, between the Company and Mr. Andreas Gedeon relating to the Duncan Facility, the Company paid an arms-length finder’s fee in the amount of \$253,000 to Mr. Gedeon.

About Harvest One

Harvest One is a global company that develops and distributes premium health, wellness and selfcare products with a market focus on sleep, pain, and anxiety. Harvest One is a uniquely positioned company in the cannabis space with a focus on infused and non-infused consumer packaged goods. Harvest One owns and operates three subsidiaries; [Satipharm](#) (medical and nutraceutical); [Dream Water Global](#), and [Delivra](#) (consumer); as well as a controlling interest in Greenbelt Greenhouse. For more information, please visit www.harvestone.com.

Cautionary Note Regarding Forward-Looking Statements

Certain statements contained in this press release constitute forward-looking information. These statements relate to future events or future performance about Harvest One and its business and operations, which include, among other things, statements with respect to the repayment of the Loan, the Strategic Review, its corporate strategy moving forward, any transactions arising from the Strategic Review, and future opportunities available for the Company. The use of any of the words "could", "intend", "expect", "believe", "will", "projected", "estimated" and similar expressions and statements relating to matters that are not historical facts are intended to identify forward-looking information and are based on the Company's current belief or assumptions as to the outcome and timing of such future events. Actual future results may differ materially. The forward-looking information contained in this press release is made as of the date hereof, and the Company is not obligated to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable securities laws. Because of the risks, uncertainties and assumptions contained herein, investors should not place undue reliance on forward-looking information. The foregoing statements expressly qualify any forward-looking information contained herein.