



Viridium / EFX Acquisition Strategic Rationale

February 15, 2019

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For disclosure on the forward-looking statements, please refer to page ten (9) of this presentation.

VIRIDIUM COMPLETES ACQUISITION OF EFX LABORATORIES

The Amalgamation Provides Viridium Significant Financial & Operational Benefits

February 11, 2019: Viridium Pacific Group Ltd. (“Viridium”) (TSXV: VIR) (OTCPink: VIRFF) is pleased to announce it has completed the acquisition of EFX Laboratories Inc. (“EFX”) it previously announced on January 7, 2019, by way of an amalgamation of EFX and 2163903 Alberta Ltd., a wholly-owned subsidiary of Viridium, in accordance with the Business Corporations Act (Alberta) (the “Amalgamation”).

Under the terms of the amalgamation agreement among Viridium, EFX and 2163903 Alberta Ltd., Viridium acquired all of the issued and outstanding class A voting shares of EFX (“EFX Shares”) on the basis of 1 common share of Viridium (a “Viridium Share”) for every 2.57 EFX Shares, resulting in the issuance of 49,412,781 Viridium Shares (including all EFX Shares issued in connection with the exercise of in-the-money EFX options). In addition, all out-of-the-money EFX stock options have been exchanged for an aggregate of 1,089,491 Viridium stock options.

EFX is a Canadian biotech company located in Calgary focused on medical cannabis applications and treatments and has developed several proprietary formulations for pain control, as well as a suite of value-added wellness products. Key products of EFX include a proprietary two piece pill for postoperative pain control actively being prepared for a phase III clinical trial and over 50 market tested wellness formulas and products ranging from creams, tinctures, sprays and oils.

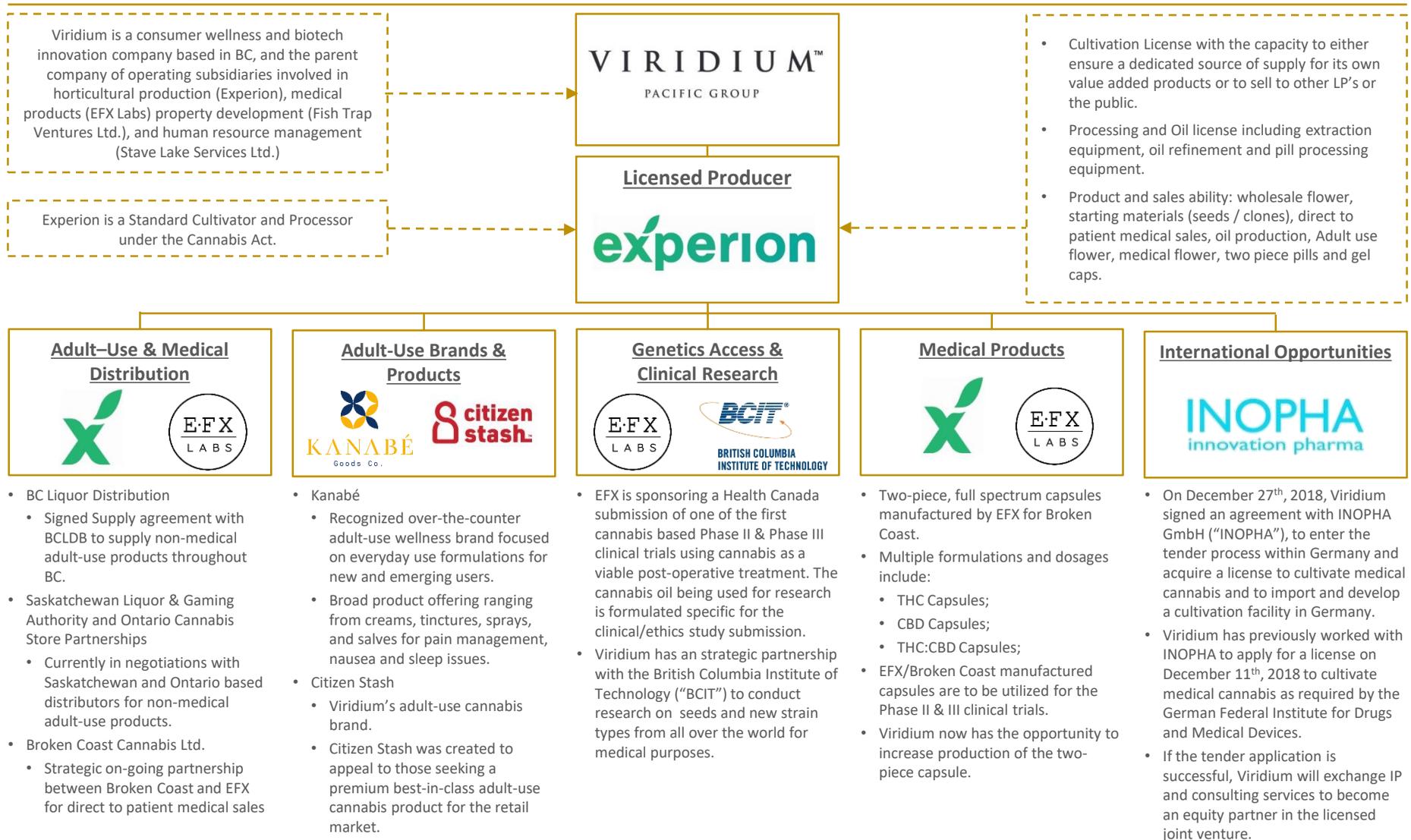
Strategic Rationale

Viridium believes that the Amalgamation is consistent with Viridium’s stated goal of producing a strong portfolio of cannabis brands and products for the Canadian medical, wellness, and export markets and that the financial and strategic benefits of the Amalgamation are uniquely compelling to its shareholders. Viridium anticipates that the Amalgamation will position it for a strong go-forward strategy to create a long term sustainable growth company focused on the “3rd wave” of cannabis investment which will include biotech applications in the medical, retail consumer wellness product market.

The Amalgamation is expected to accelerate the completion of Viridium’s business initiatives in the next 24 to 36 months. The combined company is fully-funded to execute its business initiatives with a strong balance sheet with more than \$10 million cash on hand. Viridium, as combined with EFX, is now vertically integrated from seed to value added product, with all of the Health Canada licences required to execute its business strategy.

GO FORWARD GROWTH STRATEGY

Vertical Integration With Horizontal Diversification



Tier One Team + Best In Class Industry Assets + Pristine Balance Sheet = Poised For Success

SUMMARY OF KEY HIGHLIGHTS



A go-forward strategy that will create a long term sustainable growth company regionally, nationally and internationally.



Fully integrated business model, developing value added consumer products from its own cultivated genetics



Industry leading management team and proven board of directors.



Viridium will be a top quality producer, and at the forefront of research studies.



Fully funded business model for immediate turn key expansion.



Building IP, products and processes with the biotech and medical space for the “3rd wave” of pharmaceutical investment.



Strong balance sheet – No debt and more than C\$10.0MM cash on hand and C\$10.0 MM of assets to execute its business plan.



Intellectual Property Portfolio – Trade secrets and synergistic patent pending IP.

“The acquisition of EFX deepens our focus in the medical cannabis industry,” states Viridium CEO Jay Garnett, “with the addition of EFX assets and its key people, we further our vision of supplying industry leading value added products formulated from our own cultivated cannabis”.

INVESTMENT OPPORTUNITY IN A TOP TIER CANNABIS COMPANY WITH SIGNIFICANT UPSIDE

Company Overview

- Headquartered in Mission, British Columbia, Viridium Pacific Group Ltd. (“Viridium” or the “Company”) is a publically traded vertically integrated company across every key segment of the value chain, from cultivation of premium cannabis flower, genetics research, high value-add product development, wholesale and retail distribution.
- In addition to the Company’s rapid organic growth, Viridium acquired EFX Laboratories Inc. (“EFX”) on February 11th, 2019, by way of an amalgamation. EFX is a biotech company focused on medical cannabis applications and treatments and has developed several proprietary formulations for pain control, as well as a suite of value-added wellness products. Viridium’s common shares trade on the TSXV under the symbol “VIR.”

Capitalization Table

Stock Data TSXV:VIR		
Share Price⁽¹⁾	(C\$/share)	\$0.52
52 Week Low/High	(C\$/share)	\$0.50 - \$1.64
Avg. Daily Vol. (3 Month)	('000s)	33.13
Viridium C/S Outstanding	(MM's)	98.7
Options/Warrants	(MM's)	4.7
Fully Diluted Shares Outstanding	(MM's)	103.4
Fully Diluted Market Cap	(C\$MM)	\$53.8
Cash On Hand (Approx.)	(C\$MM)	\$10.0
Debt	(C\$MM)	-
Net Debt	(C\$MM)	(\$10.0)
Enterprise Value	(C\$MM)	\$43.8

(1) Share price as of market close on January 4th, 2019.

Investment Highlights



Licensed Producer

- Experion Biotechnologies Inc. (“Experion”) is a Health Canada Licensed Standard Cultivation and Processor and is currently selling to the wholesale, medical and adult-use Canadian cannabis market, out of its fully licensed facility.



Fully Funded Business Model to drive Key Expansion

- Viridium is a vertically integrated producer with all required licenses to execute the go-forward strategy in the medical and adult-use markets, as well as the soon to be legalized topical and extraction wellness market.



Industry Leading Management Team And Proven Board Of Directors

- Viridium’s management team will bring a wealth of proven private and public markets value creation experience, regulatory, and cannabis industry expertise.



Strong Balance Sheet & Cash Flow Generation

- Viridium has no debt and more than C\$10.0MM cash on hand with over \$10MM in assets.



Sponsor Of Intellectual Property Portfolio

- Sponsor of one of the first Phase II & III clinical research studies for post operative pain reduction and the most advanced clinical drug studies in Canada.
- Trade secrets and synergistic patent pending IP.



Access To Consumer Markets

- Viridium has significant access to consumer markets through its provincial supply agreements, direct to patient products and ongoing partnerships with strategic LP’s.

VIRIDIUM OFFICERS & DIRECTORS

Officers

Jay Garnett CEO, President & Director	<ul style="list-style-type: none">• Mr. Garnett founded Seattle's Best Coffee Canada in 1993 and expanded it across the country until it was acquired by Starbucks in 2007.• He was the Executive Chairman and CEO of Steaz (a brand of organic green tea beverages). He focused on restructuring, rebranding, and positioning the brand for eventual sale.• Mr. Garnett was an early investor in Spud.ca and one of four partners who purchased the company out of near bankruptcy in 2010.• Mr. Garnett most recently founded the online liquor platform, NewDistrict.ca, which he built and ran as CEO alongside Icon Fine Wine which he founded in 2004 and sold in 2017.
Jarrett Malnarick COO & SVP	<ul style="list-style-type: none">• Over 20 years of relevant business experience, with 5 years in executive or directorship roles with Cannabis companies where he built/commissioned and financed multiple cannabis operations throughout North America.• Mr. Malnarick has excellent experience with start-up companies including effective team building, focused business plans, presenting financial opportunities, strategic budgeting, managing regulated products, commercialization, and sales.
Winnie Wong, CA CFO & Corporate Secretary	<ul style="list-style-type: none">• Over 20 years of finance experience, with prior CFO roles for various public companies listed on the TSXV.• Previous audit experience with Deloitte & Touche.

Directors

Harry McWatters Director	<ul style="list-style-type: none">• Mr. McWatters is currently the president of Encore Vineyards Ltd., Vintage Consulting Group Inc. and Harry McWatters Inc. In 1980, Mr. McWatters founded Sumac Ridge Estate Wine Group, in 1995 Mr. McWatters founded See Ya Later Ranch Estate Winery (both acquired by Vincor Canada), Mr. McWatters acted as president to both companies and was Vice President of Vincor until 2008. Since 2008, Mr. McWatters has launched TIME Estate Winery and the McWatters Collection.• Mr. McWatters was instrumental in founding the VQA Canada and served as its first chairman, and was also the founding chair of the BC Wine Institute and many other foundations and societies in the wine industry.
Sean MacNeil Director	<ul style="list-style-type: none">• A Veteran of the Canadian Forces with over 25 years of experience in the commercial construction industry.• Mr. MacNeil co-founded Experion and acted as a consultant thereto from 2013 until its acquisition by Viridium.• He led the successful on-time and on-budget construction of the company's indoor grow facility in Mission, B.C., and oversaw the go-public transaction of Experion with Viridium, and achieved Experion's Health Canada ACMPR license to produce.
Benjamin Eastwood Director	<ul style="list-style-type: none">• Mr. Eastwood is a successful entrepreneur and independent business owner of over 40 years.• He has been an independent Director at Morro Bay Resources Ltd. since July 14th, 2017 and is focused on setting strategies, developing leadership, and meeting shareholder commitments.
Dan Echino Director	<ul style="list-style-type: none">• Mr. Echino is an entrepreneur involved in oil and gas service and production and real estate, with over 40 years of oil industry experience.• Mr. Echino is the co-founder and president of Calroc Industries and co-founded and served on the board of Halo Exploration.• Mr. Echino was the co-founder and president of Corlac Equipment and Corlac Industries (acquired by National Oilwell and Foremost). Mr. Echino has worked in various capacities for Petro Canada Exploration, Alta Natural Gas and Hudson Bay Oil and Gas.
Michael Kohut, CA Director	<ul style="list-style-type: none">• Mr. Kohut has over 15 years' experience in financial management. Mike, has been Chairman of the Board at Big Rock Brewery Inc. since November 10th, 2017. He was the VP of Finance at Paramount Resources Ltd. from November 23rd, 2017 to April 2018. Mr. Kohut was the CFO of Paramount Resources (Trilogy Energy Corp) Ltd. since June 1st, 2006 to October 2017. Mr. Kohut served as President of Chinook Tye Industry. He has been a Director of Ikkuma Resources Corp. since May 22nd, 2014. He served as a Director at DevCorp Capital Inc. since February 4th, 2011. He served as a Director of Chinook Tye Industry Limited from January 1997 to October 3rd, 2005. He received a Chartered Accounting designation in 1992.
Michael Black, LLB Director	<ul style="list-style-type: none">• Mr. Black is the senior energy Partner at Fasken Martineau DuMoulin LLP. With significant experience leading large and complex M&A transactions, including several multi-billion dollar M&A deals.• Mr. Black is counsel to numerous domestic and international energy companies. Both clients and peers recognize him as a leading, results-oriented advisor.• Mr. Black has been on the board of seven different companies, including roles as both Chairman of the Board and the Chairman of various committees, and is currently a director of one publicly traded energy company.

CONTACT INFORMATION

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VIRIDIUM™
PACIFIC GROUP

Industry Advisors


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PARTNERS
Financial Advisor

  
Legal Advisor


Auditor


Transfer Agent

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