

**NEWS RELEASE**

**FOR IMMEDIATE RELEASE**



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**IANTHUS CAPITAL ANNOUNCES UPSIZING OF PREVIOUSLY ANNOUNCED BOUGHT DEAL PRIVATE PLACEMENT OF CONVERTIBLE DEBENTURES TO C\$20,000,000**

Toronto, ONTARIO, and New York, NEW YORK, February 7, 2017 -- iAnthus Capital Holdings, Inc. (the "Company" or "iAnthus") (CSE: IAN) announced today that it has entered into a revised agreement with Canaccord Genuity Corp. on behalf of a syndicate of underwriters, including Beacon Securities Limited (the "**Underwriters**"), to increase the size of the Company's previously announced bought deal private placement of unsecured convertible debentures from C\$15,000,000 to C\$20,000,000 (the "**Offering**").

Net proceeds from the Offering will be used for funding the Loan Facility (as such term is defined in the Company's news release dated February 6, 2017) and for general working capital purposes.

Closing of the Offering is expected to occur on or about February 28, 2017. The Offering is in the form of a bought deal private placement (i) in Canada to "accredited investors" within the meaning of National Instrument 45-106 – *Prospectus Exemptions* and other exempt purchasers in each province of Canada, as agreed upon by the Company and the Underwriters, (ii) in the United States only to Qualified Institutional Buyers (within the meaning of Rule 144A), and in each case in compliance with the securities laws of the applicable states of the United States and (iii) outside Canada and the United States on a basis which does not require qualification or registration of the Convertible Debentures or Common Shares issuable upon conversion of the Convertible Debentures.

**About iAnthus Capital Holdings**

iAnthus Capital Holdings, Inc., through its 100% owned subsidiary, iAnthus Capital Management, LLC, delivers a comprehensive solution for financing licensed cannabis cultivators, processors and dispensaries throughout the United States. Founded by entrepreneurs with decades of experience in investment banking, corporate finance, law and healthcare services, we provide our licensed partners with a unique combination of investment capital and value-added cannabis industry expertise. We harness these capabilities to support a diversified portfolio of cannabis industry investments for our shareholders across the U.S. regulated cannabis market. For more information, visit [www.ianthuscapital.com](http://www.ianthuscapital.com).

## **Forward Looking Statements**

Statements in this news release that are forward-looking statements are subject to various risks and uncertainties concerning the specific factors disclosed here and elsewhere in iAnthus' periodic filings with Canadian securities regulators. When used in this news release, words such as "will, could, plan, estimate, expect, intend, may, potential, believe, should," and similar expressions, are forward-looking statements.

Forward- looking statements are based on a number of assumptions and estimates that, while considered reasonable by management based on the business and markets in which iAnthus operates, are inherently subject to significant operational, economic and competitive uncertainties and contingencies.

Although iAnthus has attempted to identify important factors that could cause actual results, performance or achievements to differ materially from those contained in the forward-looking statements, there can be other factors that cause results, performance or achievements not to be as anticipated, estimated or intended, including, but not limited to: dependence on obtaining regulatory approvals; investing in target companies or projects which have limited or no operating history and are engaged in activities currently considered illegal under US Federal laws; change in laws; limited operating history; reliance on management; requirements for additional financing; competition; hindering market growth and state adoption due to inconsistent public opinion and perception of the medical-use and adult-use marijuana industry and; regulatory or political change.

There can be no assurance that such information will prove to be accurate or that management's expectations or estimates of future developments, circumstances or results will materialize. As a result of these risks and uncertainties, the results or events predicted in these forward-looking statements may differ materially from actual results or events.

Accordingly, readers should not place undue reliance on forward-looking statements. The forward-looking statements in this news release are made as of the date of this release. iAnthus disclaims any intention or obligation to update or revise such information, except as required by applicable law, and iAnthus does not assume any liability for disclosure relating to any other company mentioned herein.

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**The Canadian Securities Exchange has not reviewed, approved or disapproved the content of this news release.**