

February 16, 2021

Plant X

COMMUNITY · LIFESTYLE · FOOD





A preliminary prospectus containing important information relating to these securities has been filed with the securities commission or similar authorities in certain jurisdictions in Canada. The preliminary prospectus is still subject to completion or amendment. Copies of the preliminary prospectus may be obtained from Mackie Research Capital Corporation. There will not be any sale or acceptance of an offer to buy the securities until a receipt of the final prospectus has been issued.

This document does not provide full disclosure of all material facts relating to the securities offered. Investors should read the amended and restated preliminary prospectus, the final prospectus and any amendment for disclosure of those facts, especially risk factors relating to the securities offered, as well as consult their professional advisors, to ascertain and assess the income tax, legal, risk factors and other aspects of their investment in PlantX, before making an investment decision.



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This presentation, including the prospectus information and documents incorporated by reference, contains certain information, forecasts, projections, and/or disclosures about PlantX (the "Company") that may constitute "forward-looking information" and "forward-looking statements" under applicable securities laws (collectively, "forward-looking statements"). All such statements, forecasts, projections and/or disclosures included in this presentation, the prospectus and the documents and information incorporated by reference, other than those of historical fact, that address activities, events or developments that the Company anticipates or expects may or will occur in the future (in whole or in part) should be considered forward-looking statements. Forward-looking statements are based upon the Company's current internal expectations, estimates, projections and assumptions about future events and financial trends that management believes may affect the Company's financial condition, results of operations, business strategy and financial needs, as the case may be. The forward-looking statements are subject to significant known and unknown risks, uncertainties and other factors, many of which are beyond the control of the Company. In some cases, forward-looking statements can be identified by the use of forward-looking terminology such as "expect", "likely", "may", "will", "should", "intend", "anticipate", "potential", "proposed", "estimate", "believe", "plan", "forecast" and other words of similar import, understanding and meaning, including negative and grammatical variations thereof, or statements that certain events or conditions "may" or "will" happen, or by discussions of strategy. Actual results and developments may differ materially from those contemplated by these forward-looking statements. Forward-looking statements in this presentation, the prospectus and the documents incorporated by reference include, but are not limited to, statements with respect to the completion of the Offering and the receipt of all regulatory and stock exchange approvals in connection therewith; the listing on the CSE of the Unit Shares and Warrant Shares issuable in connection with the Offering; the use of the net proceeds of the Offering; the Company's business objectives and milestones and the anticipated timing of execution; the expected performance of the Company's business and operations; the ability of the Company to sell its product offerings across its operating markets; the Company's ability to expand and develop its foreign operations and supply arrangements; the Company's ability to leverage the success of its North American operations and further develop its presence in the United Kingdom, Germany, Europe and Israel; the Company's use of brick-and-mortar locations; the Company's plans to establish a franchise model in respect of its brick-and-mortar locations; the Company's use of dropshipping arrangements; the Company's meal delivery offering a subscription service; the Company's grocery and pantry products; the Company's plant shop products; the Company's recipes; the Company's private label products; the Company's plans to locate warehouse space and greenhouse space to further its distribution of ready-made meals and indoor plants; the features and expected launch of the Company's mobile app; potential future strategic acquisitions; the Company's ability to integrate the business of Bloombox and Score into its operations; expectations regarding the Company's revenues, expenses and profits; expectations in the growth of demand in the plant-based food and consumer product industries; the competitive conditions of the plant-based food industry, including ancillary industries such as plant-based cosmetics, plant-based vitamins and plant-based pet-food; the anticipated growth of consumer trends and preferences for plant-based offerings; the anticipated growth of consumer trends and preferences for online shopping; the Company's anticipated obligations to comply with food health and safety matters; the Company's anticipated obligations to comply with product safety matters; the Company's anticipated obligations to comply with employee health and safety matters; the effect of new or altered government regulations with respect to the marketing, acquisition, manufacture, management, transportation, storage, sale and disposal of consumer products; the grant or renewal of licenses or governmental approvals required to conduct activities related to the Company's business; the Company's ability to maintain ancillary business licenses, permits and approvals required to operate effectively; the intentions of management of the Company; the Company's intention to meet and seek advice from its advisory boards; the Company's ability to meet sales capacity; the Company's ability to conduct sales and marketing activities for its products; the impacts of future scientific findings regarding the plant-based market; the Company's ability to develop or facilitate introduction of new product offerings to the market; the Company's ability to implement effective distribution measures; the Company's ability to source raw materials, products and supplies at acceptable quantities, qualities and prices; the Company's ability to establish partnerships with third parties, suppliers and distribution partners; the Company's ability to fulfil its obligations to third parties, suppliers and distribution partners; the Company's expectations that third parties, suppliers and distribution partners will fulfill their obligations; the Company's ability to retain and attract key personnel and members of management; the scope of protection the Company is able to establish and maintain, if any, for intellectual property rights covering its products or services; the Company's intention to list its Common Shares on the NASDAQ Capital Market and the associated filing of a Form 40-F Registration with the United States Securities and Exchange Commission; the Company's ability to raise additional funds; future liquidity and financial capacity; the Company's ability to manage cash flows; the Company's plan with respect to any payments of dividends; the Company's possible exposure to liability relating to product recalls; the Company's ability to cope with the operational impacts of the COVID-19 pandemic; and contractual obligations and commitments.



An investment in the Company involves a high degree of risk and must be considered speculative due to the nature of the Company's business and the present stage of its development. Prospective investors should carefully consider the risk factors described in and incorporated by reference into the Prospectus. See "Forward-Looking Information" and "Risk Factors" in the Prospectus.

Forward-looking statements are based on certain key assumptions and analyses made by the Company in light of management's experience, perception of historical trends, current conditions, expected future developments and other factors the Company believes are relevant and reasonable in the circumstances at the date such forward-looking statements are made. These assumptions and analyses are based on information available at the time that the forward-looking statements are made. These assumptions and analyses include, but are not limited to: expectations regarding the Company's consolidated revenue, expenses and operations; the Company's anticipated cash needs, its needs for additional financing, its ability to generate cash flow from operations, and changes to its dividend policies; the Company's strategies to develop its business and its operations; current and future management will work towards the business objectives and strategies outlined in this Prospectus; the Company retaining its board of directors and management, and otherwise engaging qualified advisors having knowledge of the industry in which the Company operates; the Company's expectations with respect to how its products will be distributed to consumers in the United States, the United Kingdom, Germany, Israel and other international markets, if applicable; the Company's growth expectations and ability to maintain sufficient inventory; the United Kingdom's exit from the European Union; the Company's expectations with respect to future production costs and capacity; the Company's competitive position and the regulatory environment in which it operates; and the Company's expectations regarding the general economic, financial, regulatory and political conditions in which the Company operates.

Undue reliance should not be placed on forward-looking statements because a number of risks and factors may cause actual results to differ materially from those set out in such forward-looking statements. These include risks associated with an industry experiencing rapid growth and competition; risks of managing the growth of the Company's business, including the accuracy of financial projections; risks associated with unfavorable publicity or consumer perception; risks associated with the enforceability of contracts; risks associated with the reliance on suppliers, service providers and third parties; risks associated with protecting the Company's intellectual property and licensing third party intellectual property; risks associated with litigation and/or product liability; risks inherent in the food and consumer product business; risks associated with economic conditions, dependence on management and key personnel, and conflicts of interest; risks associated with changing consumer demand and preferences; and risks associated with general economic and financial market conditions, including with respect to COVID-19.

Purchasers are cautioned that the foregoing list of forward-looking statements, assumptions and factors should not be construed as exhaustive. An investment in the Company involves a high degree of risk and must be considered speculative due to the nature of the Company's business and the present stage of its development. Prospective investors should carefully consider the risk factors described in and incorporated by reference into the Prospectus. See "Forward-Looking Information" and "Risk Factors" in the Prospectus.



No securities regulatory authority has expressed an opinion about these securities and it is an offence to claim otherwise. This short form prospectus constitutes a public offering of these securities only in those jurisdictions where they may be lawfully offered for sale and therein only by persons permitted to sell such securities.

*The securities offered hereby have not been and will not be registered under the United States Securities Act of 1933, as amended (the "**U.S. Securities Act**"), or the securities laws of any state of the United States, and may not be offered, sold or delivered, directly or indirectly, in the United States of America, its territories, possessions or the District of Columbia (the "**United States**") or to a U.S. person (as such term is defined in Regulation S under the U.S. Securities Act) (a "**U.S. Person**") unless exemptions from the registration requirements of the U.S. Securities Act and any applicable state securities laws are available. This marketing material does not constitute an offer to sell or a solicitation of an offer to buy any of these securities within the United States or to, or for the account or benefit of, any U.S. Person.*



At PlantX Life Inc.

Our mission is to be the most trusted and convenient destination for those living a plant-based lifestyle. We always strive to deliver the best products with the best service.

Seeking to be the digital face of the plant-based community, we aim to be the one-stop-shop for everything plant-based

- ✓ An All-Encompassing Online Platform
- ✓ State-of-the-art flagship locations
- ✓ Community

Our Team



Sean Dollinger

FOUNDER

Sean is the founder, a consultant and promoter of PlantX.



Julia Frank

CEO

Julia has served as Senior Communications and Brand Manager at the mobility joint venture of BMW & Daimler AG with headquarter in Berlin. Julia has served as PlantX's Chief Executive Officer since August 5, 2020.



Lorne Rapkin CPA, CA, LPA

CFO

Lorne is a partner at Rapkin Wein LLP overseeing the assurance & advisory group along with tax planning. Lorne has served as PlantX's Chief Executive Officer since August 5, 2020.



Alex Hoffman

CMO

Alex has served as Director of Marketing at Falcon Marketing in Los Angeles, CA and Fabuwood Cabinetry in Jersey City, NJ prior to joining PlantX. Alex has served as PlantX's Chief Marketing Officer since August 5, 2020.



Board of Directors

An Experienced Management and Board Team with Industry Expertise.



Peter Simeon

Peter has over 18 years of experience as a lawyer focused on securities, corporate finance, and mergers and acquisitions. Since February 2015 he has been a partner at Gowling WLG (Canada) LLP



Lorne Rapkin

Lorne is a partner at Rapkin Wein LLP overseeing the assurance & advisory group along with tax planning.



Todd Shapiro

Todd is the CEO of Red Light Holland and The Todd Shapiro Show, and Director of Graph Blockchain Limited



Quinn Field Dyte

Quinn Field Dyte has held numerous positions with public companies throughout his career.



Meet Our Advisory Board



Jose Abbo

Chairman of the Advisory Board

Mr. Abbo has more than 30 years of experience in the financial sector as a senior executive, having developed numerous benchmark studies, financial performance analyses, competitive intelligence analyses and economic analyses and research. Mr. Abbo is a prominent speaker who is consistently invited to international events and is a published author in The Economist and the Wall Street Journal. In 2000, Mr. Abbo achieved international prestige upon publishing a book titled 'Divisando Wall Street' on analyzing securities markets and companies. In 2008, he co-authored another book called 'The Big Gamble: Are You Investing or Speculating?'



Ralph Moxness

Mr. Moxness is President of Greenfields Investment Corporation, a firm that he founded in 1987, which specializes in advisory services related to mergers and acquisitions and corporate finance. With a background in banking and finance, he is an asset to the PlantX team.



Joel Milgram

Mr. Milgram is the former CFO and Proprietor of Milgram & Company until the company was acquired by C.H. Robinson in 2017. C.H. Robinson was ranked as one of Canada's 50 best managed companies by the National Post, Deloitte and CIBC. He has served on finance committees for various schools and charities, is currently a canvasser for Federation CJA, and focuses on mentoring in the fashion industry.



Fred Leigh

Mr. Leigh has played key executive and founder roles in the junior resources sector for nearly four decades. He has been a founder, director, and investor in many public companies. He serves on the Capital Markets Team at Forbes & Manhattan, a private merchant bank, assisting CEOs and CFOs in financing, market support, and business advice.



John Di Girolamo

Mr. Di Girolamo is an experienced investor and entrepreneur with twenty years of global business experience in both the public and private sectors.



Johnny Karls

Mr. Karls has decades of experience in worldwide distribution and will be able to provide logistics and distribution expertise to PlantX.



Michael Galloro

Mr. Galloro is a financial executive with over 25 years of experience. He works closely with emerging private and publicly listed



Bernie Tevel

Mr. Tevel brings his background in sales and marketing to the PlantX team. He has worked in fashion and manufacturing throughout

Meet Our Medical Advisory Board



Dr. Thomas A Burdon

Dr. Burdon is a Professor of Cardiothoracic Surgery at Stanford University and Chief of Surgery at the VA Palo Alto in California. He is an active surgeon and supervises more than 150 staff that perform 6,000 surgical cases a year. Dr. Burdon's commitment to improving the quality of life for his patients encompasses corrective and palliative surgical techniques, as well as providing dietary information and other methods to ameliorate and improve lifestyle habits. He is known by his colleagues and patients for the "Dr. Burdon Diet", which has helped many in his work environment.



Dr. Katie Cooper

Dr. Cooper is a doctor of psychology based out of London, England. Dr. Cooper is the author of the book *Plant Therapy*, which focuses on the well-being benefits of plants and the negative effects that an indoor lifestyle can have on mental health. After seeing how powerful plants could be as therapeutic tools with clients, Dr. Cooper went on to launch Bloombox.



Dr. Edward Tam

Dr. Tam is a clinical hepatologist with a full time clinical practice in Vancouver, British Columbia where he is also active in clinical research, teaching, education, and community outreach. He has a focused interest in the area of non-alcoholic fatty liver disease, including the intersection of lifestyle and pharmacotherapeutic interventions.



Dr. Paul Gross

Dr. Gross is a family physician working in Vancouver, British Columbia. He completed medical school at McGill University and residency at St. Paul's Hospital. Most of his clinical practice is concentrated at Spectrum Health, a multidisciplinary primary care clinic in downtown Vancouver that provides full-service care with an emphasis on the LGBTQ community.



Dr. Eva Weinlander

Dr. Weinlander is a Clinical Professor in the Department of Medicine, Division of Primary Care and Population Health at Stanford Health Care. She is a seasoned family medicine physician with a passion for high-quality primary care, medical education, primary care research and healthcare professional wellness.



Amy Gensel

Ms. Gensel is a registered dietitian that specializes in nutrition support at the Veterans Affairs Hospital in Palo Alto, California. She has a passion for wellness and is also a group fitness instructor. Ms. Gensel has 15 years of experience as a registered dietitian and believes nutrition plays a crucial role in disease treatment and prevention.





Shop For Plant-Based Goods

An online shop with over 10,000 plant-based Products.

Shop with confidence knowing that everything we endorse meets our personal morals. If it's not plant-based, we don't offer it.





Plant-Based Meal Delivery

Convenient Chef Designed Meals Delivered Right to Your Door.

PlantX Life Inc. is a platform for well-known chefs to create plant-based meals. PlantX delivers 100% plant-based and sustainable meal deliveries directly to consumers across Canada. The PlantX menu rotates to keep the menu fresh and provide the consumer with a variety of options. The Company has also introduced meal delivery subscription options that will allow this product offering to create a recurring revenue stream and to compete with other companies in the growing meal subscription industry.

Plant-based meal delivery is currently available in Canada only.



In Home Plant Delivery

Partnerships with greenhouses in Canada and the United States allow PlantX to ship plants directly from greenhouses to customers. PlantX greenhouse partners are committed to providing fresh, hand picked, and quality-checked plants to the PlantX customers and offer ready-to-grow plants. The PlantX platform retrieves up-to-date inventory from partners ensuring that only a fresh supply of plants is available on the platform for purchase. Additionally, the acquisition of Bloombox Club UK has facilitated the distribution of plants across the UK and Germany.

Our platform makes buying plants as seamless as possible. We currently ship our plants across Canada and the US (with the help of our partners [Geponics Inc](#) and [House Plant Shop](#))





BLOOMBOX CLUB

PlantX Acquires Bloombox Club UK

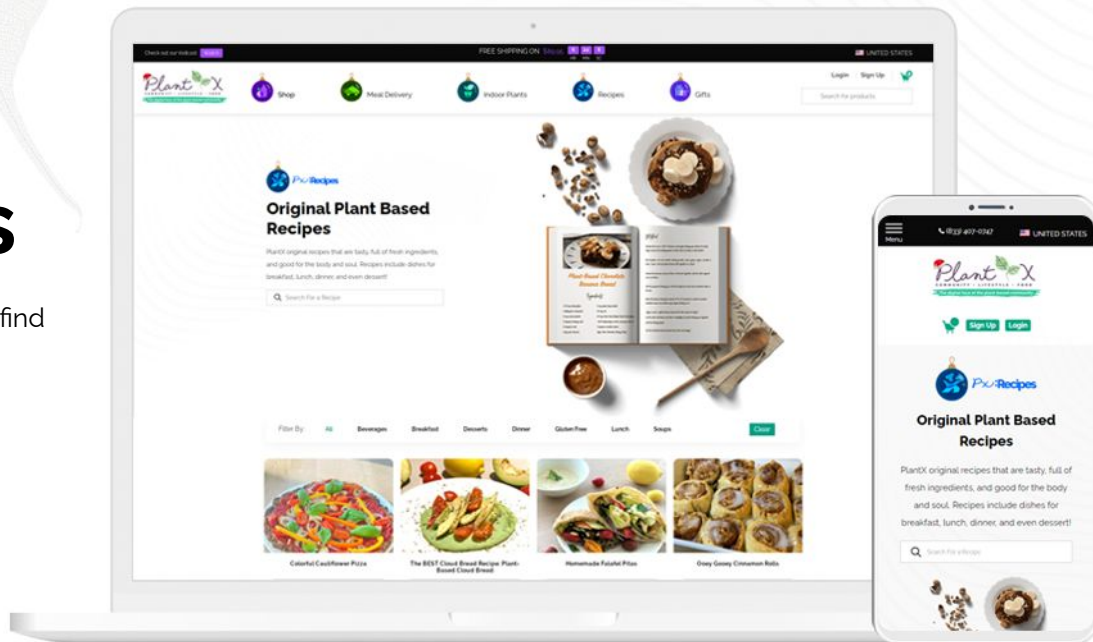
A UK based website that sells and delivers indoor plants to its established wellness community via subscription service and online shop. PlantX will help bring Bloombox Club to Germany and intends to expand its European options in the future.



Unique Recipes

Our website is a place for plant-based individuals to find new recipes and share their own.

<https://PlantX.com/recipes/>





Forum

The PlantX platform also features a collaborative forum and blog to help like-minded consumers to engage through social media and via partnerships with top nutritionists, chefs and brands. By combining this online strategy with the opportunities to engage at brick-and-mortar locations, we to cultivate a PlantX community that translates into increased sales through its e-commerce platform. Establishing a core consumer base that makes recurring purchases from the PlantX's e-commerce platform is critical to the execution of the business model.



Digitized Flagship Shop With PlantX Branded Goods:

SAN DIEGO + SQUAMISH + TEL AVIV

The PlantX brick-and-mortar locations, including its flagship stores, are expected to provide a sensory experience for customers to experience plant-based shopping. The locations are intended to attract new customers, build brand recognition, and create a loyal PlantX consumer base. All PlantX customers should expect a consistent experience - whether shopping on-line or at a flagship store. Certain brick-and-mortar stores will also be used as distribution centers that warehouse goods and ship directly to consumers from orders placed on the e-commerce platform.



Capital Structure

CSE: VEGA

CSE: VEGA, OTCQB: PLTFX, (Frankfurt: WNT1)



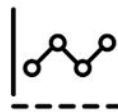
Current Share Price: \$1.38



91,853,972
Common shares
outstanding



129,644,056
Fully diluted
common shares ⁽¹⁾ ⁽²⁾ ⁽³⁾



16,272,951
Insider & Employee
Ownership


- (1) Includes 16,200 warrants exercisable at \$0.25 per common share.
- (2) Includes 21,683,848 warrants exercisable at \$0.55 per common shares
- (3) Includes 7,437,036 options outstanding with exercise prices ranging from \$0.25 to \$1.45 per common share.
- (4) Includes 4,703,000 restricted share units and 3,950,000 performance share units




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For more information

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