

STRONGER TOGETHER

A MERGER OPPORTUNITY

BEVCANNA 
BEVCANNA ENTERPRISES INC.



NATURO
GROUP
INVESTMENTS
Innovative Wellness



DISCLAIMER FOR FORWARD LOOKING INFORMATION

Certain information in this presentation constitutes forward-looking statements under applicable securities laws. Any statements that are contained in this presentation that are not statements of historical fact are forward-looking statements. Forward looking statements are often identified by terms such as “may”, “should”, “anticipate”, “expect”, “potential”, “believe”, “intend”, “estimate” or the negative of these terms and similar expressions. Forward-looking statements in this presentation include, but are not limited to: statements with respect to: the potential merger of BevCanna Enterprises Inc. (“BevCanna” or the “Company”) and Naturo Group Investments Inc. (“Naturo”), the potential benefits of the proposed merger; that a merger will enable the two companies to benefit from an expanded wholesale network along with traditional and regulated retail channels and e-commerce sales platforms; that by combining manufacturing facilities and resources, G&A & COGS would be reduced by approximately \$2M over the first two years; that top line revenue and bottom line profit will increase as a result of leveraged opportunities and combined efficiencies; that Naturo’s new verticals including nutraceuticals and additional flavored waters are set to launch in 2021; BevCanna’s cannabis licensed beverage manufacturing vertical will allow for regulated retail B2B and B2C sales and distribution channels; the future selling markets for the merged company’s products, including Japan, Dubai, Philippines, Mexico and China; that the merger would result in a fully licensed and integrated branded & white-label beverage manufacturing and consumer products distribution company, with a global multi-channel distribution network of traditional retail and cannabis sales channels, with the unique ability to produce PET, aluminum, standard and custom form factors, a strategic advantage for both in-house and white label business verticals; that the merged company would boast a 40,000 sq. ft state of the art beverage manufacturing facility; the merged company’s white label and manufacturing capabilities, selection of consumer facing products and wholesale products; the proposed management of the merged company; the rapidly growing wellness direction; the proposed capital structure of the merged company; and other statements regarding the business of the proposed merged company.

Forward-looking statements are based on certain assumptions regarding: that the proposed merger will occur on the proposed terms; obtaining the necessary regulatory approvals from Health Canada under the Cannabis Act with respect to the production license and the sales license; changes to U.S. state and federal laws to permit the production and sale of cannabis and cannabis-derived products; expectations with respect to the future growth of recreational cannabis products; the timely receipt of the required regulatory approvals and other necessary consents, including for the proposed merger, including applicable stock exchange and shareholder approvals; that regulatory requirements will be maintained; general business and economic conditions; the merged company’s ability to successfully execute its plans and intentions; the availability of financing on reasonable terms; the merged company’s ability to attract and retain skilled staff; the merged company’s ability to successfully compete with market competition; and the products and technology offered by the merged company’s competitors.

While the Company consider these assumptions to be reasonable, based on information currently available, they may prove to be incorrect. Readers are cautioned not to place undue reliance on forward-looking statements.

The assumptions of the Company, although considered reasonable by it at the time of preparation, may prove to be incorrect. In addition, forward-looking statements necessarily involve known and unknown risks, including, without limitation, the proposed merged not occurring on the proposed terms or at all; the Company not being issued a production license and sales license by Health Canada; the FDA electing not to legalize and/or permit the production and sale of food products, derivatives and beverages containing CBD; the merged company expects to incur significant ongoing costs and obligations relating to its investment in infrastructure, growth, regulatory compliance and operations; the merged company would be subject to the inherent risks associated with the agricultural business; the merged company would be vulnerable to rising energy costs; the merged company would be subject to changes in Canadian laws, regulations and guidelines, which could adversely affect the Company’s future business, financial condition and results of operations; the merged company’s intended business in the United States and elsewhere, the characterization, and consequences of that business under federal law, and the framework for the enforcement of cannabis and cannabis related offences in the United States; there is no assurance that the merged company would turn a profit or generate revenues; the merged company may not be able to effectively manage its growth and operations, which could materially and adversely affect its business; the merged company would face competition from other companies where it will conduct business that may have a higher capitalization, more experienced management or may be more mature as a business; if the merged company is unable to attract and retain key personnel, it may not be able to compete effectively in the cannabis market; the merged company could continue to sell securities for cash to fund operations, capital expansion, mergers and acquisitions that may dilute the merged company’s shareholders; the Company currently has insurance coverage; however, because the merged company’s business would be ancillary to the cannabis industry, there are additional difficulties and complexities associated with such insurance coverage; the merged company would be reliant on a single location, and any adverse changes affecting the merged company’s production facility could materially affect the merged company’s business and operations; the cultivation of cannabis involves a reliance on a third party cultivator and third party transportation which could result in supply delays, reliability of delivery and other related risks; the merged company is reliant on key inputs, such as water and utilities, and any interruption of these services could have a material adverse effect on the merged company’s finances and operation results; the merged company could be liable for fraudulent or illegal activity by its employees, contractors and consultants resulting in significant financial losses to claims against the merged company; the merged company’s officers and directors might be engaged in a range of business activities resulting in conflicts of interest; the merged company cannot assure that a market will develop or exist for the merged company’s common shares or what the market price of the common shares would be; the market price for common shares may be volatile and subject to wide fluctuations in response to numerous factors, many of which would be beyond the control of the merged company; the merged company would be subject to uncertainty regarding Canadian and United States legal and regulatory status and changes from all levels of government; and other risks. Readers are cautioned that the foregoing list is not exhaustive. Readers are further cautioned not to place undue reliance on forward-looking statements as there can be no assurance that the plans, intentions or expectations upon which they are placed will occur. Such information, although considered reasonable by management at the time of preparation, may prove to be incorrect and actual results may differ materially from those anticipated. For more information on the risk, uncertainties and assumptions that could cause anticipated opportunities and actual results to differ materially, please refer to the public filings of the Company which are available on SEDAR at www.sedar.com. Forward-looking statements contained in this presentation are expressly qualified by this cautionary statement and reflect our expectations as of the date hereof, and thus are subject to change thereafter. The Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

This presentation contains future-oriented financial information and financial outlook information (collectively, “FOFI”) about the merged company’s prospective results of operations, including revenue and profit, all of which are subject to the same assumptions, risk factors, limitations, and qualifications as set forth in the above paragraphs. FOFI contained in this presentation was made as of the date of this presentation and was provided for the purpose of providing further information about BevCanna’s future business operations. BevCanna disclaims any intention or obligation to update or revise any FOFI contained in this presentation, whether as a result of new information, future events or otherwise, except as required by securities law. Investors are cautioned that the FOFI contained in this presentation should not be used for purposes other than for which it is disclosed herein.



WHY A MERGER OF THESE TWO COMPANIES MAKES SENSE



DISTRIBUTION

A merger will enable the two companies to benefit from an expanded wholesale network along with traditional and regulated retail channels and e-commerce sales platforms.



OPERATIONAL EFFICIENCY & SYNERGY

By combining manufacturing facilities and resources, G&A & COGS would be reduced by approximately \$2M over the first two years.



INCREASED REVENUE & PROFIT

Top line revenue and bottom line profit will increase as a result of leveraged opportunities and combined efficiencies.



INCREASED HARD ASSETS & ENTERPRISE

Per Naturo's latest independent estimate pricing report as of February 2020, Naturo's assets and enterprise value is between \$38M-\$42M.*

COMBINED SALES CHANNELS

INNOVATE HEALTH & WELLNESS



US RECREATIONAL CANNABIS SALES CHANNEL

BevCanna's reciprocal U.S distribution agreement with Keef Brands - a U.S. based, award winning line of cannabis-infused drinks with sales of ~US\$12m/year. Available at 1,000+ dispensaries across 7 states, Keef presently ranks second in the U.S. in terms of units of cannabis beverages sold.



PURE THERAPY

US & INTERNATIONAL, CBD & NUTRACEUTICAL DIRECT TO CONSUMER E-COMMERCE SALES CHANNEL

Bevcanna recently acquired Pure Therapy Oils - a U.S. based brand and direct to consumer e-commerce platform focused on the marketing and sale of hemp based CBD and natural products. Pure Therapy achieved unaudited calendar year 2019 gross revenues of ~C\$4.76m and a net profit of ~C\$.22m with 23,000 customers, the company is a perfect launch pad for nutraceuticals and new lines of CBD infused products into the U.S market.



CONSUMER PACKAGED GOODS CHANNEL

TRADITIONAL MASS MARKET RETAIL

Available at over 3,000 retail locations across Canada and online, Naturo's Trace Wellness brand achieved over \$1.5m in sales in 2019. New verticals including nutraceuticals and additional flavored waters are set to launch in 2021.



CANADIAN RECREATIONAL CANNABIS SALES CHANNEL

Bevcanna's cannabis licensed beverage manufacturing vertical will allow for regulated retail B2B and B2C sales and distribution channels.





EXTENDING OUR GLOBAL REACH

SELLING NOW

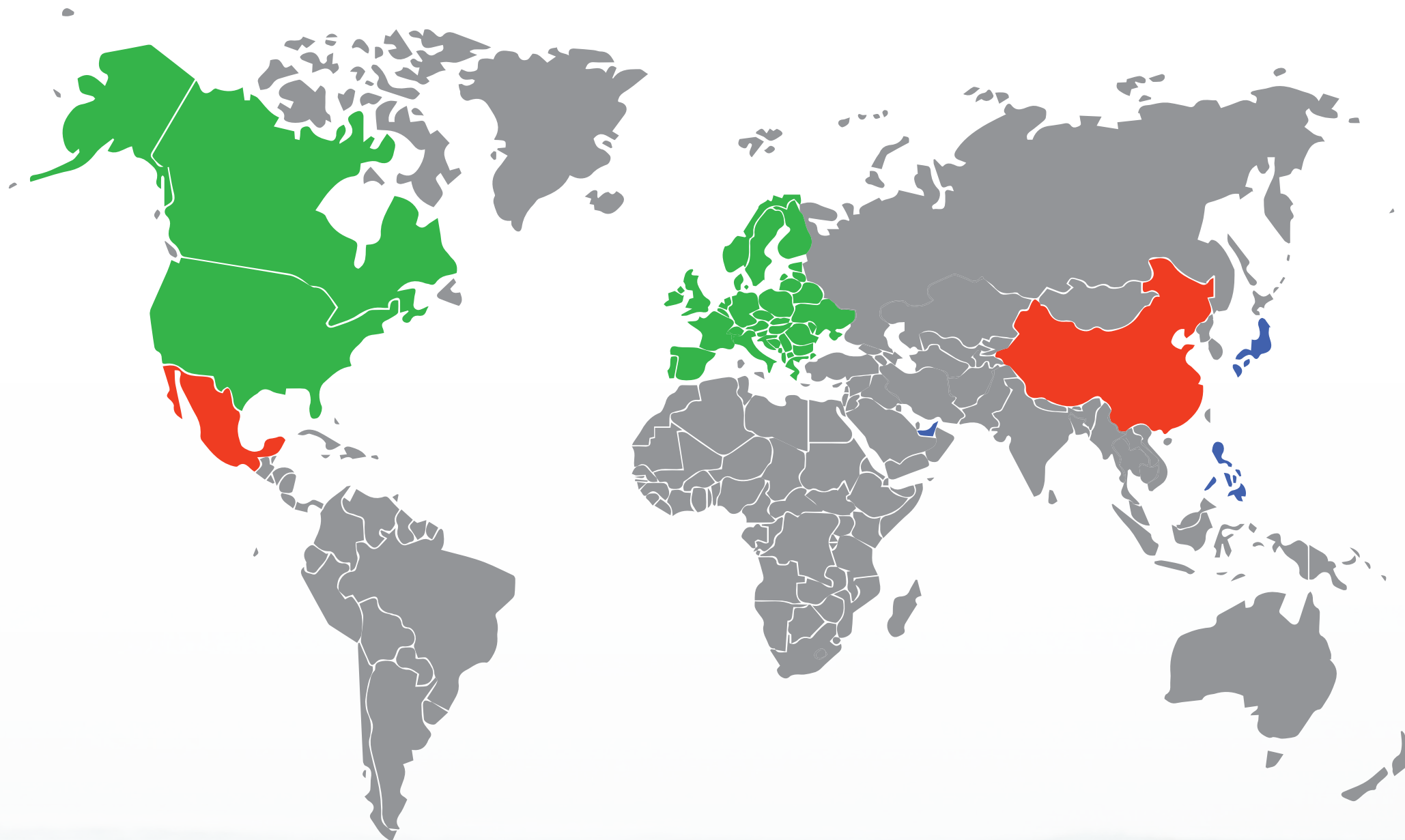
USA
CANADA
EUROPE

NEAR TERM

JAPAN
DUBAI
PHILIPPINES

LONG TERM

MEXICO
CHINA





SHARED RESOURCES, REDUCED MANAGEMENT COSTS

One executive team will be responsible for managing all combined entities,
reducing costs and increasing profitability.



MARCELLO LEONE
CEO & Chairman of the Board



JOHN CAMPBELL
CFO + CSO



MARTINO CIAMBRELLI
President



KEITH DOLO
Executive Management Advisor



KEITH STRIDE
Executive Branding and
Marketing Advisor



MELISE PANETTA
Executive Sales and
Marketing Advisor



AREZOU AGHLARA
Head of QA



DUANE HARFMAN
Facility Manager

JUST ADD WATER – REMOVING BARRIERS TO ENTRY

BevCanna would result in a fully licensed and integrated branded & white-label beverage manufacturing and consumer products distribution company, with a global multi-channel distribution network of traditional retail and cannabis sales channels, with the unique ability to produce PET, aluminum, standard and custom form factors, a strategic advantage for both in-house and white label business verticals. In addition, BevCanna would boast a 40,000 sq. ft state of the art beverage manufacturing facility, with one of the world's finest sources of alkaline spring water onsite, situated on 315-acres near Osoyoos, British Columbia.





BUSINESS PILLARS OF A MERGED ENTITY



B2B

BevCanna's white label beverage manufacturing capabilities will include natural alkaline spring water, mineral infused, cannabinoid-infused, adaptogen, and nootropic beverages bottled at source.



B2C

BevCanna's selection of consumer facing products will include alkaline spring water, fulvic & humic mineral water, cannabinoid infused beverages and consumer products, and nutraceutical capsules, powders, and liquids.



WHOLESALE

BevCanna's proprietary fulvic & humic mixture can be exported to water companies around the world as they discover the potential of this rapidly growing wellness direction. In addition, raw fulvic & humic minerals are a rich source of crop nutrients that can be sold in bulk for agricultural purposes.



FULLY OWNED HOUSE BRANDS

INNOVATE HEALTH & WELLNESS



TRACE^{NGB™}





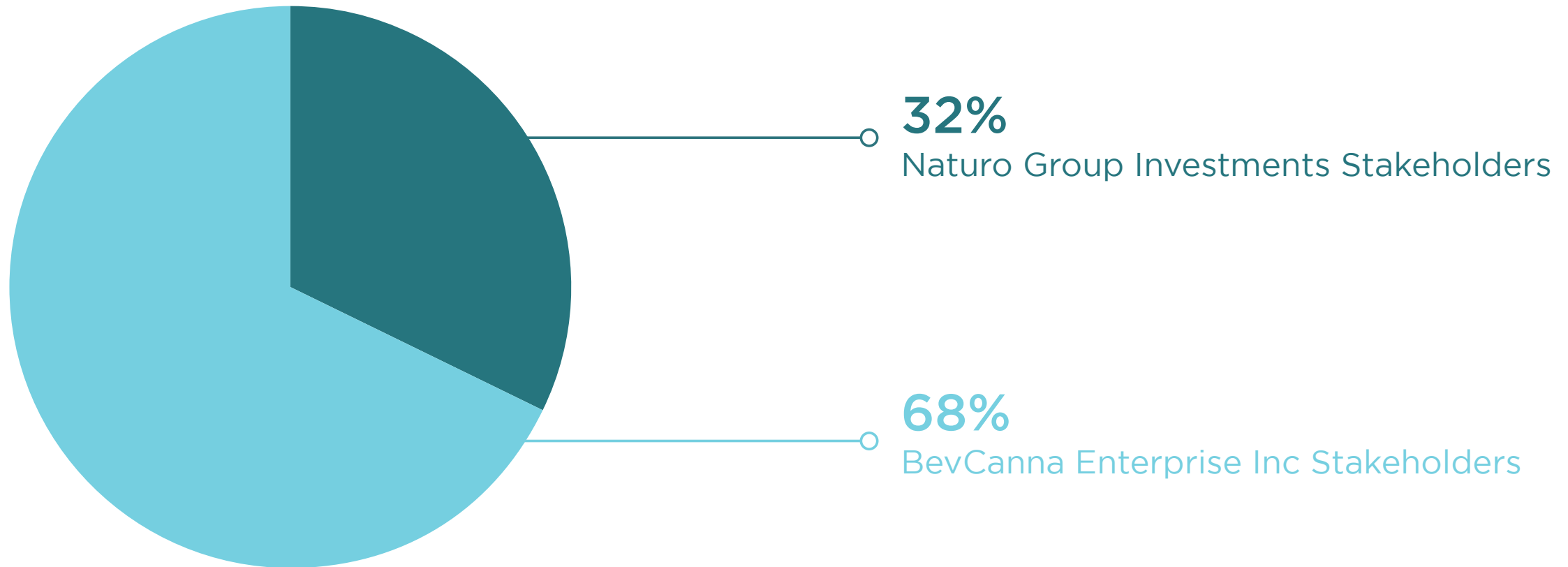
BLOOM™

Keef





BEVCANNA MERGED ENTITY CAPITAL STRUCTURE





HEALTH AND WELLNESS PUBLICLY TRADED COMPARABLE

As of November 20th, 2020

	COMPANY	TICKER SYMBOL	MARKET CAP	SHARE PRICE	2021 EV/REV	2021 EBITDA	2022 EV/REV	2022 EBITDA
CANADA	Jamieson Wellness Inc.	JWELL:CA	\$1.4B	\$34.90	3.7x	16.1x	3.5x	15.2x
	Burcon Nutrascience Corporation	BU:CA	\$258M	\$2.43	104.5	N/A	16x	122.9
	Neptune Wellness Solutions	NEPT:TO	\$213M	\$1.66	3x	N/A	1.7x	22.4x
USA	New Age Inc.	NBEV:OTCBB	\$300M	US\$3.05	1x	16.7x	0.9x	15.3x
	cbdMD Inc.	YCBD:NYSE	\$129M	US\$2.48	2.6x	N/A	2.4x	N/A
OVERALL AVERAGE:					2021 EV/REV 2.6X*	2021 EV/EBITDA 16.4X**	2022 EV/REV 2.1X*	2022 EV/EBITDA 17.6X***

* Excludes BU.

** Excludes BU, NEPT, YCBD

*** Excludes BU, YCBD



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THANK YOU