



Corporate Presentation

August 2017

CSE: CRZ | OTCQX: CNNRF

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Additional Information

Additional information relating to the Company has been filed electronically through SEDAR and is available online at www.sedar.com or at the Company’s website at www.cannaroyalty.com.

Strategic Capital + Functional Expertise to Support a Diversified Portfolio of Cannabis Holdings



AMOUNT RAISED

\$34.35
million



BUSINESS SEGEMENTS

17
Holdings

+ CR Brands

+ CR Advisory Services



GEOGRAPHICAL REGIONS

5
US States
(CA, WA, OR, AR, CO)

+ Canada

+ Puerto Rico



INVESTMENT TYPES

Royalty Agreements

Equity Stakes

Licensing Deals




Secured and Convertible Debt

Other Strategic Partnerships

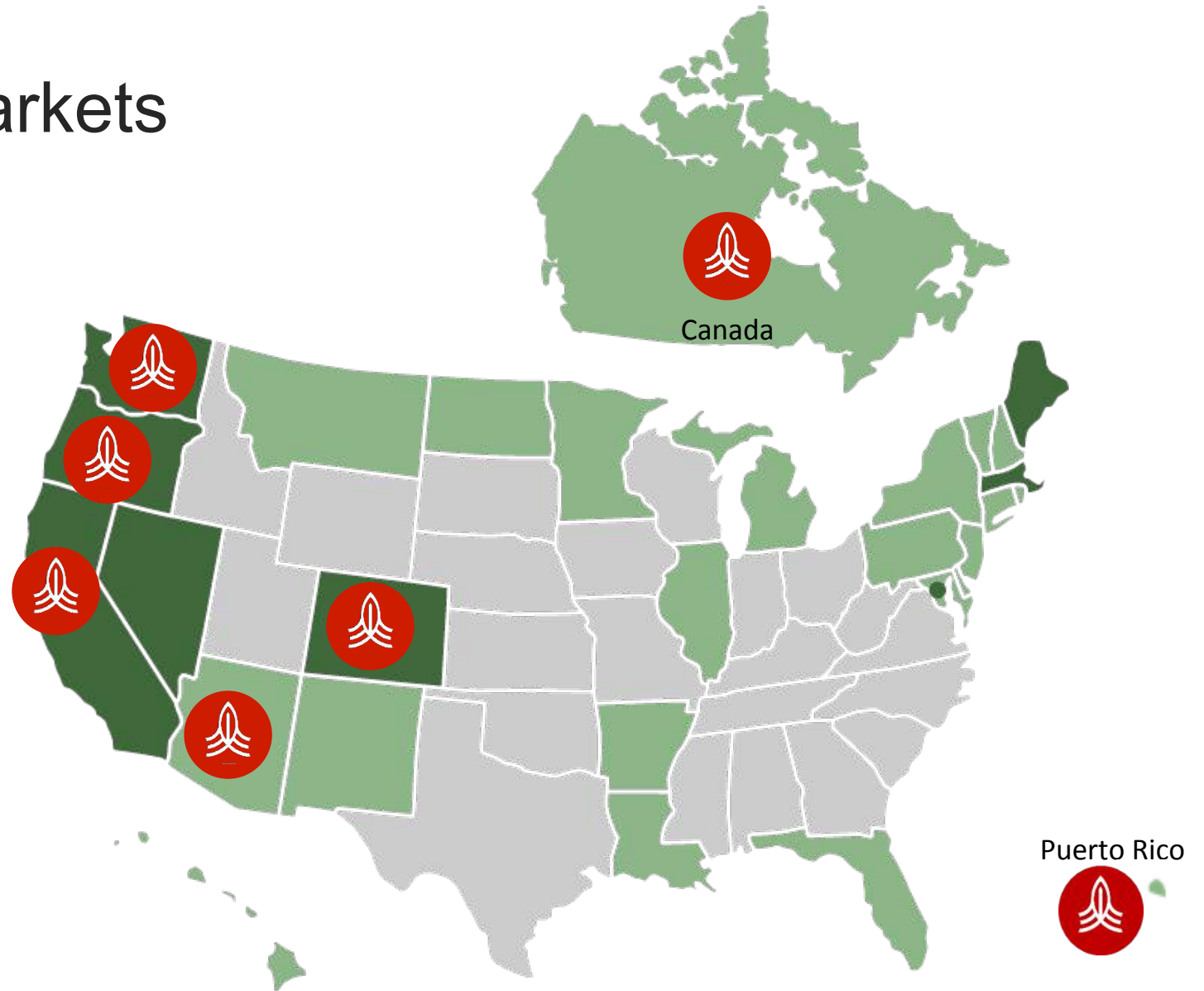
Current Markets

	Total Population	# of Registered Patients (as of Mar 1, 2016)	Registered Patients per 1000 Residents
Arizona	6,758,300	89,405	13.1
California	38,714,725	758,607	19.4
Colorado	5,442,681	107,798	19.8
Oregon	4,013,800	77,620	19.2
Washington	7,061,410	138,056	19.2
Canada	35,850,00	130,000	3.6
Puerto Rico	3,474,182	N/A	N/A

CANNABIS LEGALIZATION*

-  Legal Medical & Adult Recreational Use
-  Legal Medical Use
-  CannaRoyalty's assets and holdings

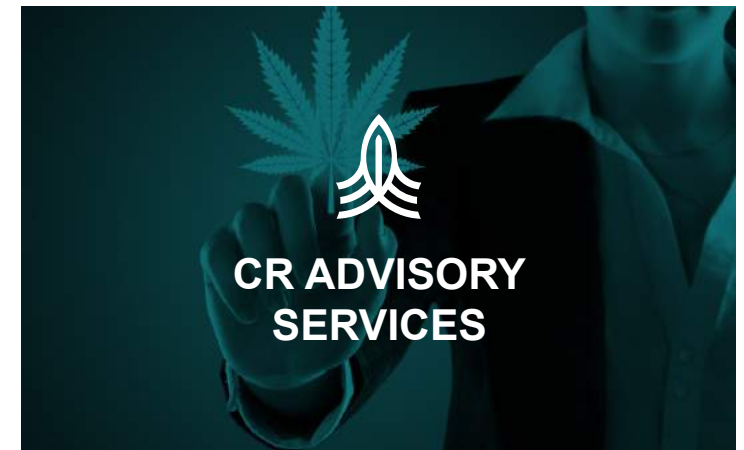
*As mandated by 2016 U.S. Election Day results.





OUR STRATEGY

Building an integrated platform of assets focused on high-value segments of the global cannabis market





CONTROLLED EQUITY HOLDINGS



OTHER EQUITY AND ROYALTY HOLDINGS





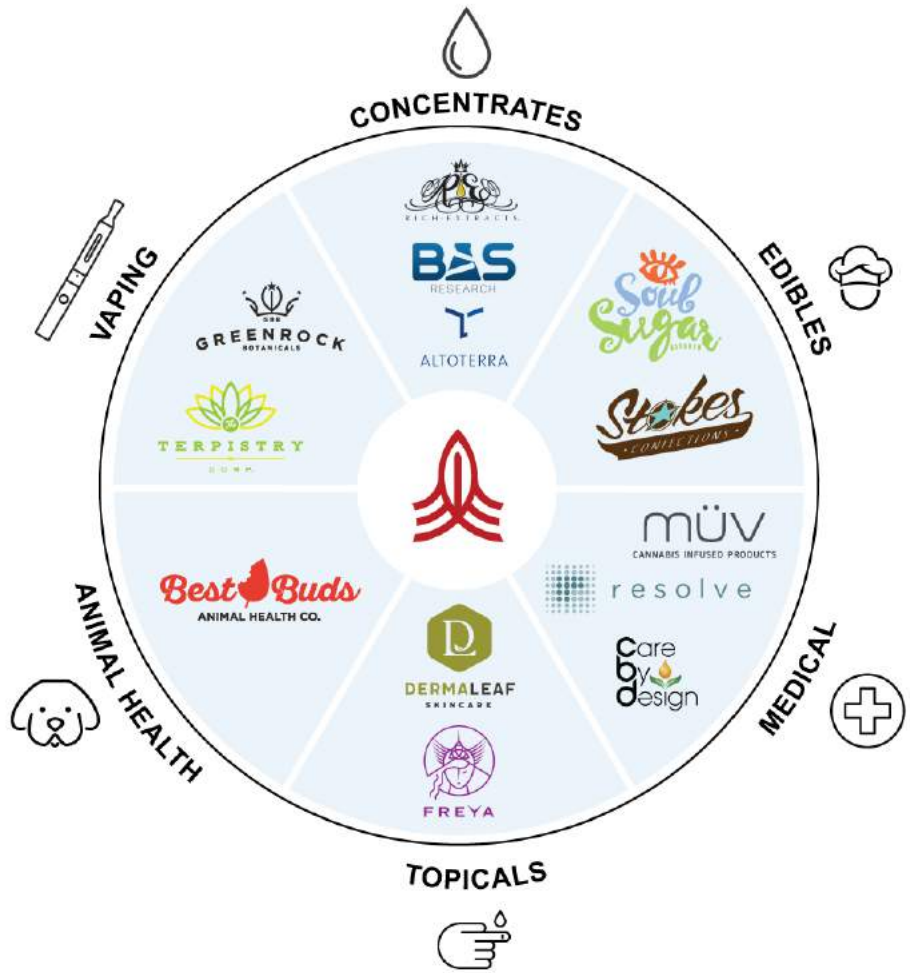
PREMIUM CONSUMER BRANDS IN MEDICAL, WELLNESS & ANIMAL HEALTH





CR BRANDS ACROSS KEY CANNABIS SEGMENTS

DRIED HERB MARKET



EXTRACTS MARKET



SERVICE OFFERINGS

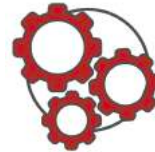
Corporate Finance



Marketing and Brand Development



Operational Support



Financial Management



Compliance and Regulatory



FOCUSED ON



CR Holdings

- ▶ Paid service offerings provided to our investee companies
- ▶ Functional knowledge and industry expertise to accelerate growth and ultimately improve returns

Sprott Joint Venture*

- ▶ Sourcing, due diligence and strategic support for investment opportunities
- ▶ Driving growth of investees funded by the JV



* Closing expected August 2017



\$12 million secured revolving credit facility

- ▶ **\$12 million** credit facility with 3-year term
- ▶ Interest rate: 10% per annum
- ▶ 1.8 million warrants issued to Sprott, priced at \$2.05 per share
- ▶ Funds to be used for specific opportunities that CannaRoyalty is pursuing for production and/or processing assets, as well as general corporate purposes











Joint Venture with Sprott

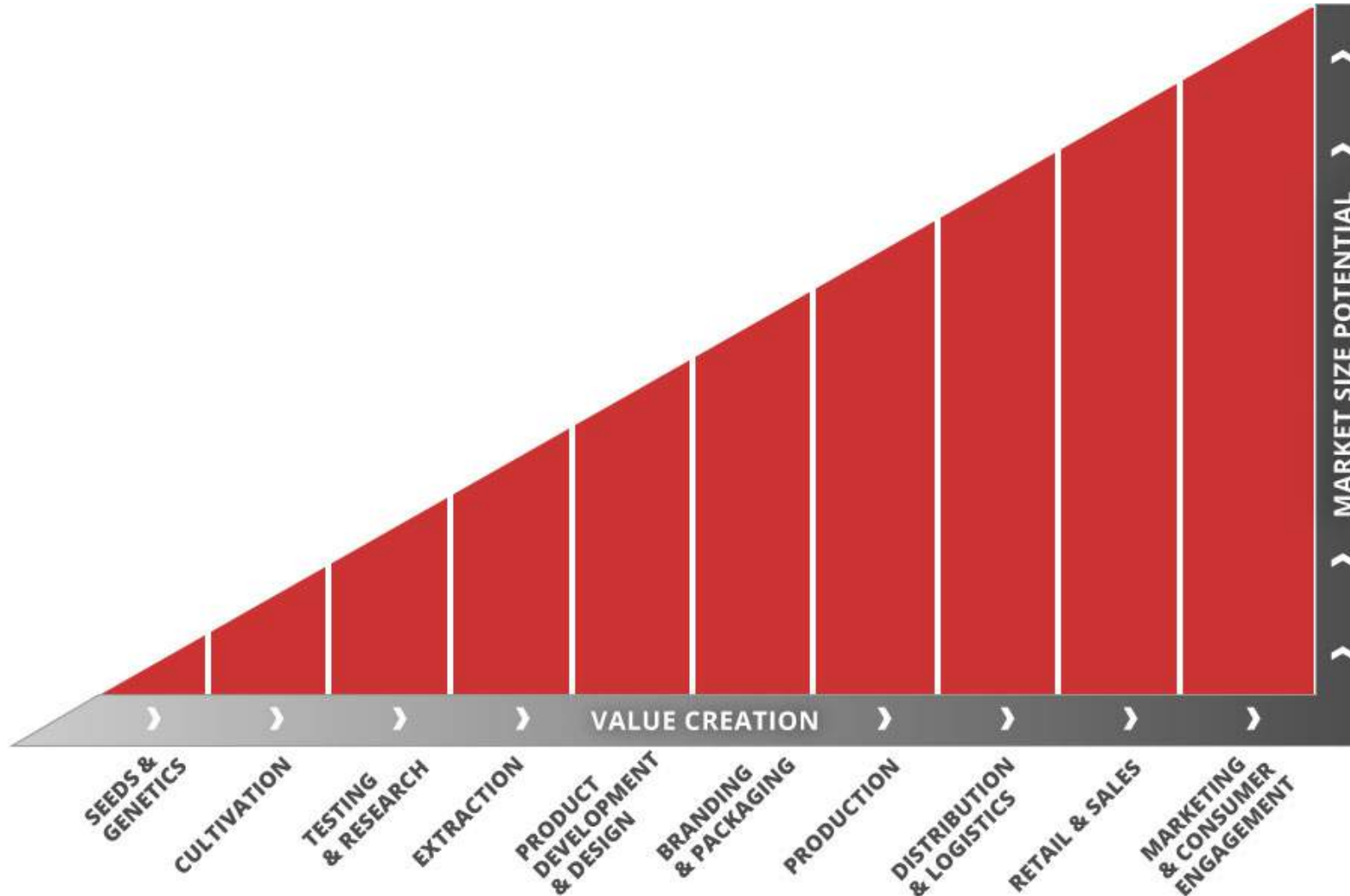
- ▶ **Sprott to arrange capital for investments**
- ▶ **Mandate to invest in the Canadian cannabis market**
- ▶ **CannaRoyalty earns:**
 - ▶ Realized returns from investments made, following a customary private equity style waterfall
 - ▶ Royalty, advisory services or other business relationships with JV borrowers
- ▶ **CannaRoyalty provides:**
 - ▶ Sourcing of investment opportunities
 - ▶ Perform due diligence
 - ▶ Provide strategic support to JV investments

* Closing expected August 2017

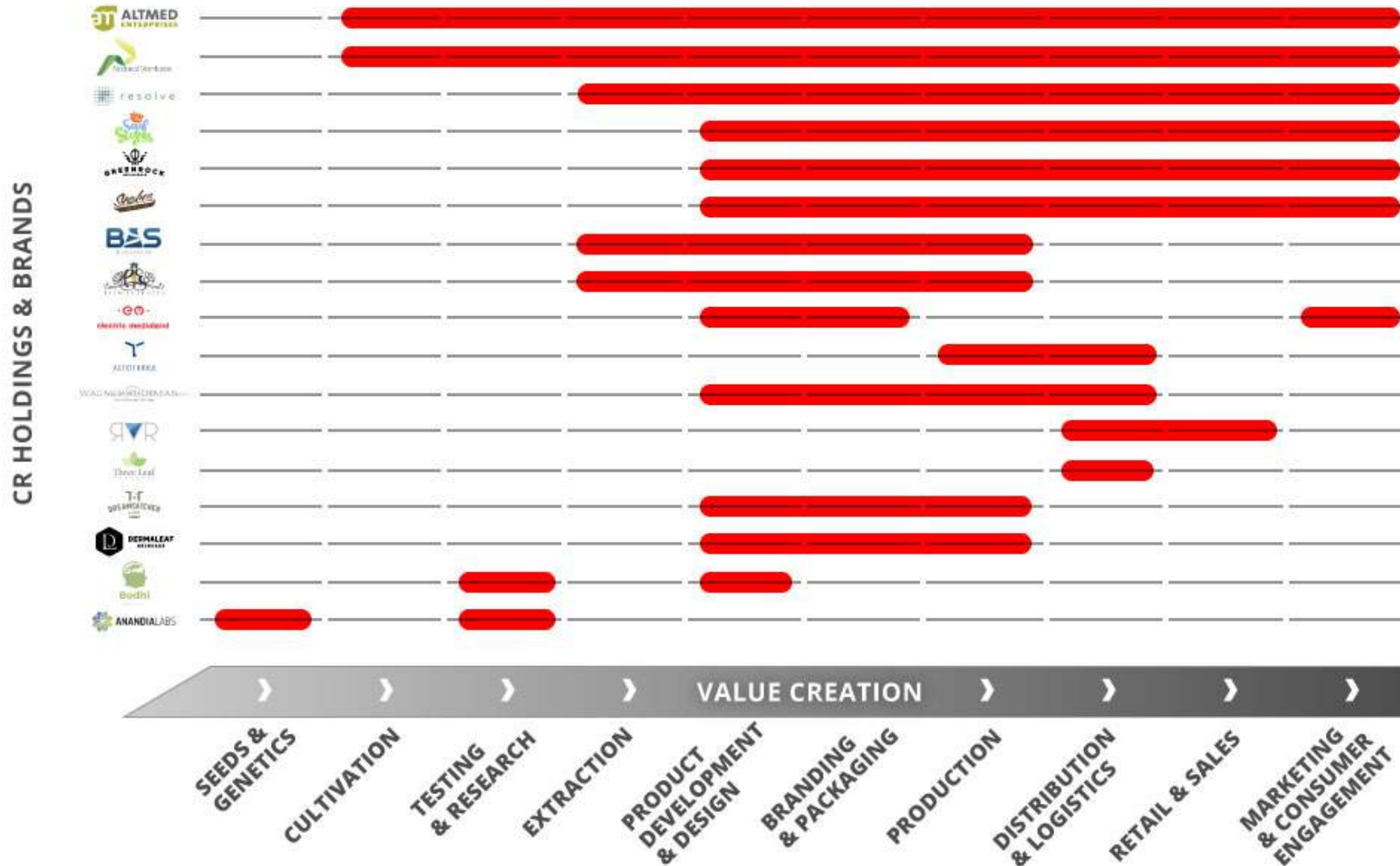
Top Holdings

	INVESTMENT TYPE	VALUE CLASSIFICATION	QUALITATIVE	AMOUNT INVESTED
	100% equity stake	P&L, B/S	Proprietary filling & cartridge technology; GreenRock Botanicals brand	\$6m (could be as high as \$8m with milestones)
	20% equity stake	P&L, B/S	Health Canada Dealer license, approved testing lab	\$4m in cash, shares, and equipment
	Royalty-type structure (2.25% until capital recovered, 1.75% until Dec 31, 2024)	Revenue	Only licensed distribution company in CA with warehouses in Sacramento, Santa Rosa, LA County	US\$5m over 12 months
	30% revenue royalty in perpetuity	Revenue	30,000 square foot licensed lab, extraction facility in Oregon	US\$2.15m
	30% revenue royalty in perpetuity	Revenue	Real estate 'cannabis campus' in WA	US\$808,000
	20% equity stake	P&L, B/S	IP on technology to scale the production of pre-rolls	US\$625,000
	27.2% equity stake	P&L, B/S	Patent-pending medical vaporizer with smart phone app	\$2.445m in cash and shares
	8.2% equity stake; 3.5% revenue royalty on MüV Products	P&L, B/S	Current operations in AZ, FL, CO	US\$1.5m for equity; \$1.13m for royalty

Value-add Segments of the Cannabis Market



CannaRoyalty Exposure to the Value-add Segments of the Cannabis Market



CR Holdings

ROYALTY AGREEMENTS

Cascadia Holdings - AltoTerra subsidiary
(Washington) – 30% of revenue in perpetuity

Rich Extracts (Oregon) – 30% of revenue in perpetuity

River (California) – 2.25% of revenue until capital recovered, 1.75% until Dec 31, 2024; plus CR Brands has a preferred product distribution agreement in CA

NuTrae (MüV Products) – 3.5% of net revenue for 10 years ending Dec 31, 2025

Natural Ventures (Puerto Rico) – 2.5% net income royalty for 10 years from first commercial sale (Feb 2017)

SECURED, CONVERTIBLE LOANS

Eureka Management Services – (convertible to additional 10% equity stake)

BAS Research – (convertible at 20% discount to Series A financing)

EQUITY (Controlled)

DreamCatcher Labs – 100%
(GreenRock Botanicals brand)

Electric Medialand – 100%

Achelois – 70%
(DermaLeaf Skin Care brand)

EQUITY (Other)

Anandia Labs – 20%

Bodhi Research – 10% (option to increase to 20%)

Wagner Dimas – 20%

Resolve Digital Health – 27.2%

AltMed – 8.2%

Eureka Management – 6%

Mobile Medicine – 50% JV



CR Brands

100% OWNED - IN DISTRIBUTION

GreenRock Botanicals
Soul Sugar Kitchen
DermaLeaf Skin Care

100% OWNED - IN DEVELOPMENT

The Terpistry
Freya Intimacy Oil
Best Buds Animal Health
Hippo Labs

OUT-LICENSING – CR BRANDS

Aphria (Canada)
Natural Ventures (Puerto Rico)

IN-LICENSING – OTHER BRANDS

MüV Products
Stokes
Absolute Extracts
Care by Design



Management Team



Marc Lustig

Chief Executive Officer
16 years in healthcare, capital markets.



Greg Wilson

Chief Operating Officer
Co-Founder, Paramount Gold, 20+ years corporate strategist, financier.

A forward-looking management team with financial markets expertise, clear strategic vision and strong science guidance – backed by real-world cannabis know-how.



Francois Perrault

Chief Financial Officer
Former CFO of CSC Canada., 20+ years of senior management experience



Todd Marcotte

Chief Marketing Officer
Founder, Electric Medialand, 30 years in marketing, brand development.



Dave Vautrin

President, CR Brands
22 years of Consumer Product Goods operational experience.



Afzal Hasan

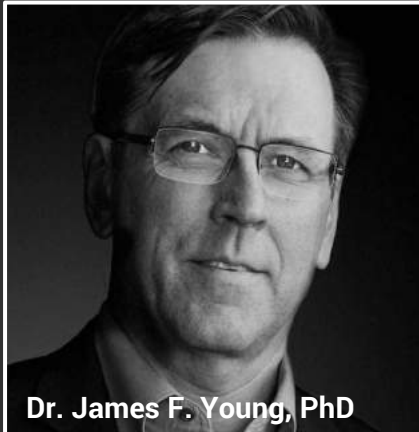
General Counsel
Broad experience with public listings and prospectus financing.



Andra Enescu

Legal Counsel & Corporate Development

Board of Directors



Dr. James F. Young, PhD

- 30 years in pharmaceutical development
- Chairman, Novavax, Inc. (Nasdaq:NVAX)
- Co-Founder MedImmune



Rob Harris

- 35+ years in Canada/US pharmaceutical industry
- CEO of Tribute Pharmaceuticals
- Former VP at Biovail Corporation



Marc Lustig

Chief Executive Officer
16 years in healthcare, capital markets



Greg Wilson

Chief Operating Officer
Co-Founder, Paramount Gold, 20+ years corporate strategist, financier

Capital Structure

41.95mm SHARES OUTSTANDING

Dilutive securities:

- ▶ 3.05mm incentive RSUs issued and outstanding, including 1.21mm currently vested
- ▶ 750,000 shares (\$1.5mm convertible debt with Aphria Inc, convertible at \$2/share)
- ▶ 868,993 warrants, exercisable at \$1.50/share
- ▶ 81,219 warrants, exercisable at \$2.00/share
- ▶ 1.8mm warrants, exercisable at \$2.05/share
- ▶ 300,000 warrants, exercisable at \$3.00/share
- ▶ 2.5mm warrants, exercisable at \$4.50/share
- ▶ 1.0mm performance shares contingent on Dreamcatcher performance Apr-Oct 2017

52.3mm FULLY DILUTED SHARES

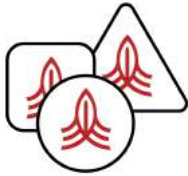
Previous financings:

- 04/15 - 10/15: **C\$2.1mm** @ C\$0.50/share
- 03/16: **C\$2.5mm** @ C\$0.75/share
- 06/16 - 07/16: **C\$4.7mm** @ C1.00/unit
- 10/16 (RTO): **C\$5.0mm** @ C\$2.00/share
- ▶ **C\$15 million** bought deal financing closed February 15, 2017 @ C\$3.00/unit
- ▶ Insider ownership **~12%** (all subject to Lock-up/CSE Escrow)

CSE: CRZ

OTCQX: CNNRF

Corporate Summary



Diversified Holdings

- ▶ Across key high-value segments of the global cannabis market
- ▶ Accretive investment structuring
- ▶ Leveraging pipeline opportunities and relationships to realize synergies between holdings



Growing Portfolio of Premium Brands

- ▶ Superior *in-house* brands capturing key parts of both the dried herb and extract markets
- ▶ CR Brands can be sold or licensed to other jurisdictions, including global markets
- ▶ Wholly-owned marketing firm that develops innovative branding



Revenue Growth & Cash Flow

- ▶ Transitioning into strong growth period
- ▶ Driven by consolidation of current assets, royalty streams, and other investments
- ▶ Strategic investments realizing strong returns as well as long-term value



Distinct Business Model

- ▶ Fully-integrated, active investor and operator in the legal cannabis sector
- ▶ Broad geographical footprint in North America with a differentiated business model from traditional Canadian LPs
- ▶ Diversification of strategic investments into growth ready assets