Cansortium Inc. Announces Name Change to FLUENT Corp. and New Trading Symbol

02/05/2025

Tampa, Florida--(Newsfile Corp. - February 5, 2025) - Cansortium Inc. (CSE: TIUM.U) (OTCQB: CNTMF) ("FLUENT" or the "Company"), a vertically-integrated, multi-state cannabis company operating under the FLUENT™ brand, is pleased to announce that it is changing its corporate name to "FLUENT Corp." effective February 5, 2025. Concurrent with the name change, the Company's common shares (the "FLUENT Shares") will trade on the Canadian Securities Exchange (the "CSE") under the new symbol "FNT" and "CNTMF" on the OTC Markets (the "OTCQB"). The FLUENT Shares are expected to begin trading on the CSE under the new name and trading symbol on or about February 10, 2025. The Company anticipates that it will change its trading symbol on the OTCQB in the near future.

"The FLUENT name has long been a core component of our operating brand in our home market of Florida, and this move will officially align our corporate identity to our operational footprint as we embark on this next exciting phase for our Company," said Robert Beasley, Chief Executive Officer of FLUENT. "Following the completion of our transformative transaction with RIV Capital Inc., we are thrilled to unite our teams under this new banner as one of the most well-positioned cannabis operators in the industry. We look forward to working together to build on our recent successes and drive long-term value for our shareholders."

The Company anticipates no interruptions to its trading activities as part of this change. Shareholders are not required to take any action concerning the name and ticker symbol change, which will be automatically updated on all relevant trading platforms. The Company's shareholders approved the name change at the annual and special meeting of shareholders held on July 21, 2022.

Corporate Governance Update

Following completion of the transaction with RIV Capital Inc., the Company is also announcing that its board of directors and committees of the board have been reconstituted to include the following individuals:

Board of Directors: Robert Beasley, William Smith, Mark Eckenrode, Christoher Hagedorn, Dawn Sweeney, Richard Mavrinac and Roger Daher.

Audit Committee: Mark Eckenrode (Chair), Richard Mavrinac and Roger Daher

Governance and Compensation Committee: Dawn Sweeney (Chair), Chris Hagedorn and William Smith.

Shares for Debt Settlement

The Company is also announcing that the Company will issue an aggregate of 1,657,063 common shares of the Company ("Debt Shares") to certain of its directors in exchange for the cancellation of US$116,000 of director fees owing for the period of October 1, 2024 to December 31, 2024, which was previously approved by the board of directors of the Company. The Debt Shares will be issued at a price equal to the closing market price of the common shares of the Company as listed on the Canadian Securities Exchange ("CSE") on December 31, 2024, being US$0.07, in accordance with the policies of the CSE.

The issuance of the Debt Shares to the directors constitutes a "related party transaction" as this term is defined in Multilateral Instrument 61-101 - Protection of Minority Securityholders in Special Transactions ("MI 61-101"). The directors of the Company, acting in good faith, determined that the fair market value of the Debt Shares being issued pursuant to the shares for debt transaction and the consideration being paid is reasonable. The Company intends to rely on the exemptions from the valuation and minority shareholder approval requirements of MI 61-101 contained in sections 5.5(a) and 5.7(1)(a) of MI 61-101 as neither the fair market value of the Debt Shares nor the debt exceeds 25% of the Company's market capitalization.

The Company did not file a material change report more than 21 days before the expected closing of the shares for debt transaction as the details and amounts of debts settled under the transaction were not finalized until closer to the closing and the Company wished to close the transaction as soon as practicable, which the Company deems reasonable as it wishes to reduce its accrued liabilities as soon as possible. Any Debt Shares issued will be subject to a four (4) month hold period.

About FLUENT

FLUENT is a vertically-integrated cannabis company with licenses and operations in Florida, New York, Pennsylvania and Texas. The Company operates under the FLUENT™ brand and is dedicated to being one of the highest quality cannabis companies for the communities it serves. This is driven by FLUENT's unrelenting commitment to operational excellence in cultivation, production, distribution and retail. The Company is headquartered in Tampa, Florida. The FLUENT Shares trade on the CSE under the symbol "FNT" and on the OTCQB Venture Market under the symbol "CNTMF". For more information about the Company, please visit www.getFLUENT.com.

Forward-Looking Information

Certain information in this news release may constitute forward-looking information within the meaning of applicable Canadian securities legislation and may also contain statements that may constitute "forward-looking statements" within the meaning of the safe harbor provisions of the United States Private Securities Litigation Reform Act of 1995. In some cases, but not necessarily in all cases, forward-looking information can be identified by the use of forward-looking terminology such as "plans", "targets", "expects" or "does not expect", "is expected", "an opportunity exists", "is positioned", "estimates", "intends", "assumes", "anticipates" or "does not anticipate" or "believes", or variations of such words and phrases or state that certain actions, events or results "may", "could", "would", "might", "will" or "will be taken", "occur" or "be achieved". In addition, any statements that refer to expectations, projections, or other characterizations of future events or circumstances contain forward-looking information. Statements containing forward-looking information are not historical facts but instead represent the Company's expectations, estimates, and projections regarding

future events, plans or objectives, many of which, by their nature, are inherently uncertain and outside of the Company's control.

Forward-looking information is necessarily based on many opinions, assumptions, and estimates that, while considered reasonable by the Company as of the date of this news release, are subject to known and unknown risks, uncertainties, assumptions, and other factors that may cause the actual results, level of activity, performance or achievements to be materially different from those expressed or implied by such forward-looking information, including but not limited to the factors described in the public filings of the Company filed with Canadian securities regulators and available under the Company's profile at www.sedarplus.ca. These factors are not intended to represent a complete list of the factors that could affect the Company; however, these factors should be considered carefully. There can be no assurance that such estimates and assumptions will prove to be correct.

The Company, through several of its subsidiaries, is directly involved in the manufacture, possession, use, sale, and distribution of cannabis in the adult-use and medical cannabis marketplace in the United States. Local state laws where the Company operates permit such activities however, investors should note that there are significant legal restrictions and regulations that govern the cannabis industry in the United States. Cannabis remains a Schedule I drug under the United States Controlled Substances Act, making it illegal under federal law in the United States to, among other things, cultivate, distribute, or possess cannabis in the United States. Financial transactions involving proceeds generated by, or intended to promote, cannabis-related business activities in the United States may form the basis for prosecution under applicable United States federal money laundering legislation.

While the approach to enforcement of such laws by the federal government in the United States has trended toward non-enforcement against individuals and businesses that comply with adult-use and medical cannabis programs in states where such programs are legal, strict compliance with state laws with respect to cannabis will neither absolve the Company of liability under United States federal law, nor will it provide a defense to any federal proceeding which may be brought against the Company. The enforcement of federal laws in the United States is a significant risk to the business of the Company and any proceedings brought against the Company thereunder may adversely affect operations and financial performance.

The forward-looking statements contained in this news release are made as of the date of this news release, and the Company expressly disclaims any obligation to update or alter statements containing any forward-looking information, or the factors or assumptions underlying them, whether as a result of new information, future events or otherwise, except as required by law.

For further information: www.getFLUENT.com.

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