

Charlotte's Web to acquire Abacus Health Products

Torys acted as counsel to Canaccord Genuity as the financial advisor to Charlotte's Web with a team that included John Emanoilidis and Daniel Masliyah.

On March 23, 2020, Charlotte's Web Holdings, Inc. ("Charlotte's Web") and Abacus Health Products, Inc. ("Abacus") announced that they entered into a definitive arrangement agreement pursuant to which Charlotte's Web proposes to acquire all of the issued and outstanding subordinate voting shares of Abacus, after conversion of all outstanding proportionate voting shares of Abacus into Abacus shares. Under the terms of the arrangement agreement, which will be affected by way of an arrangement under the Business Corporations Act (Ontario), shareholders of Abacus will receive 0.85 of a common share of Charlotte's Web for each Abacus share held.

It is anticipated that the transaction will be completed in the second quarter of 2020, subject to receipt of all necessary regulatory, court, shareholder and other customary approvals.

After giving effect to the transaction, Abacus shareholders will hold approximately 19.2 million Charlotte's Web shares (representing approximately 15% of the issued and outstanding pro forma Charlotte's Web Shares—on a fully diluted basis and on an as-converted basis).

Further information can be found on PR Newswire's [website](#).

[Charlotte's Web](#) is the market leader in the production and distribution of innovative hemp-derived cannabidiol ("CBD") wellness products.

[Abacus](#) is engaged in the development and commercialization of over-the-counter (OTC) topical medications with active pharmaceutical ingredients and which contain organic and natural ingredients, including a cannabinoid-rich hemp extract containing CBD from the Cannabis sativa L plant.

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