

For personal use only



THE HIGHBRID LAB

INVESTOR PRESENTATION - JUNE 2021

# DISCLAIMER



This presentation has been prepared by Red Light Holland Corp. ("Red Light Holland") and Creso Pharma Limited ("Creso Pharma") solely for informational purposes. None of Red Light Holland, Creso Pharma, their respective affiliates or any of their respective employees, directors, officers, contractors, advisors, members, successors, representatives or agents makes any representation or warranty as to the accuracy or completeness of any information contained in this presentation and shall have no liability for any representations (expressed or implied) contained in, or for any omissions from, this presentation. This presentation shall not constitute an offer, nor a solicitation of an offer, of the sale or purchase of securities. This presentation does not constitute an offering of securities of Red Light Holland or Creso Pharma and under no circumstances is it to be construed as a prospectus or advertisement or public offering of securities.

This presentation includes market and industry data which was obtained from various publicly available sources and other sources believed by Red Light Holland and Creso Pharma to be true. Although Red Light Holland and Creso Pharma believe it to be reliable, neither Red Light Holland and Creso Pharma have independently verified any of the data from third party sources referred to in this presentation, or analyzed or verified the underlying reports relied upon or referred to by such sources, or ascertained the underlying assumptions relied upon by such sources. Red Light Holland and Creso Pharma do not make any representation as to the accuracy of such information.

This presentation also contains "forward-looking information" within the meaning of applicable Canadian securities legislation and Australian law. Often, but not always, forward-looking statements and information can be identified by the use of words such as "plans", "expects" or "does not expect", "is expected", "estimates", "intends", "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" or "will" be taken, occur or be achieved. Forward-looking information involves known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of Red Light Holland, Creso Pharma or their respective subsidiaries to be materially different from any future results, performance or achievements expressed or implied by the forward-looking information contained in this presentation. Examples of such information include statements with respect to: the outcome of the transaction, the anticipated benefits of the transaction; the future operations of the combined company; the future product offering and business units of the combined company; market expansion efforts of the combined company and the ability of the combined company to penetrate new markets internationally and capture additional market share; the combined company's technology and intellectual property; expectations of future profitability and growth following the completion of the transaction; receipt of shareholder approval from the shareholders of Red Light Holland and Creso Pharma; the proposed management team and board of directors of the combined company; the growth of the recreational cannabis and magic truffles markets; the ability of the combined company to complete acquisitions following the completion of the transaction; the closing of the Halucenex and Mera Life Sciences transactions; the combined company's future research and development platform; proposed investments in international markets and expectations for other economic, business and/or competitive factors. Risks, uncertainties and other factors involved with forward-looking information could cause actual events, results, performance, prospects and opportunities to differ materially from those expressed or implied by such forward-looking information, including the ability of the parties to receive, in a timely manner and on satisfactory terms, the necessary regulatory, court and shareholder approvals; the ability of the parties to satisfy, in a timely manner, the other conditions to the completion of the transaction; the prompt and effective integration of the businesses and the ability to achieve the anticipated benefits contemplated by the transaction; inherent uncertainty associated with financial or other projections; risks related to the value of the shares of Red Light Holland to be issued pursuant to the transaction; the diversion of management time on transaction-related issues; expectations regarding future investment, growth and expansion of the operations of the businesses; regulatory and licensing risks; changes in general economic, business and political conditions, including changes in the financial and stock markets; risks related to infectious diseases, including the impacts of the COVID-19 pandemic; legal and regulatory risks inherent in the cannabis and magic psychedelics industries, including the global regulatory landscape and enforcement related to cannabis and psychedelics, political risks and risks relating to regulatory change; risks relating to anti-money laundering laws; compliance with extensive government regulation and the interpretation of various laws regulations and policies; public opinion and perception of the cannabis and psychedelics industries; and such other risks contained in the public filings of Red Light Holland filed with Canadian securities regulators and available under Red Light Holland's profile on SEDAR at [www.sedar.com](http://www.sedar.com), including Red Light Holland's annual information form for the year ended March 31, 2020, and in the public filings of Creso Pharma filed with Australian securities regulators.

In respect of the forward-looking information concerning the anticipated benefits and completion of the transaction and the anticipated timing for completion of the transaction, Red Light Holland and Creso Pharma have provided such information in reliance on certain assumptions that they believe are reasonable at this time. Although Red Light Holland and Creso Pharma believe that the assumptions and factors used in preparing the forward-looking information in this presentation are reasonable, undue reliance should not be placed on such information and no assurance can be given that such events will occur in the disclosed time frames or at all. Should one or more of the foregoing risks or uncertainties materialize, or should assumptions underlying the forward-looking information prove incorrect, actual results may vary materially from those described herein as intended, planned, anticipated, believed, estimated or expected. Although Red Light Holland and Creso Pharma have attempted to identify important risks, uncertainties and factors which could cause actual results to differ materially, there may be others that cause results not to be as anticipated, estimated or intended. The forward-looking information included in this presentation are made as of the date of this presentation and Red Light Holland and Creso Pharma do not undertake any obligation to publicly update such forward-looking information to reflect new information, subsequent events or otherwise unless required by applicable securities laws.



**x**



**=**



**CRESO PHARMA** and **RED LIGHT HOLLAND** merge to introduce **THE HIGHBRID LAB**, a leading global psychedelics x cannabis company, specializing in recreational products, applied science, technology and innovation

For personal use only



THE HIGHBRID LAB



RED LIGHT HOLLAND



Wisdom Truffle



RLH Merch

\*Pending acquisitions

# THE HIGHBRID LAB'S VALUE PROPOSITION



For personal use only



## Balanced portfolio of high growth market pursuits

Allowing aggressive pursuit of high growth markets while also focusing on near-term cash flows



## Opportunity to scale recreational THC offering

The HighBrid Lab will target growth in Canada and seek to enter US market



## Market leader in recreational psilocybin

Leader in this space with continued market expansion efforts ongoing



## Well capitalized entity with complementary management capabilities and product offerings



## Enhanced distribution of European CBD offering and intention to expand into the US market



## Investments in applied science supporting long-term psychedelic opportunities

Utilizing pending acquisitions of Halucenex and Mera Life Sciences

# TRANSACTION TERMS



For personal use only

<b>Structure</b>	<ul style="list-style-type: none"><li>• Share-for-share combination, which takes the form of a reverse acquisition by way of statutory schemes of arrangement under the <i>Corporations Act 2001</i></li><li>• Creso Pharma shareholders to receive 0.395 shares of Red Light Holland for each Creso Pharma share they own, Creso Pharma listed optionholders to receive 0.257 shares of Red Light Holland for each Creso Pharma listed option they own, Red Light Holland shareholders to continue to hold their shares and other Red Light Holland securities</li><li>• Pro forma ownership of approximately 57% for Creso Pharma shareholders and 43% for Red Light Holland shareholders on a basic basis</li></ul>
<b>Board of Directors</b>	<ul style="list-style-type: none"><li>• 3 current Red Light Holland directors and 3 current Creso Pharma directors</li><li>• Bruce Linton expected to join as non-executive Chairman</li></ul>
<b>Management</b>	<ul style="list-style-type: none"><li>• Todd Shapiro: CEO, other management roles described in subsequent slides</li></ul>
<b>Name / Ticker / Location</b>	<ul style="list-style-type: none"><li>• Combined company to be named The HighBrid Lab, with existing Red Light Holland and Creso Pharma brands remaining</li><li>• Ticker: CSE:TRIP, FRA:4Yx, OTCPink:TRUFF</li></ul>
<b>Conditions / Timing</b>	<ul style="list-style-type: none"><li>• Subject to customary closing conditions, including regulatory and shareholder approvals, as well as court approval of the schemes of arrangement</li></ul>

# HIGH GROWTH MARKET PURSUITS



Short term cash flow

Long term cash flow

## Recreational THC

Expand existing sales in Canada through Mernova

Expects to enter US THC via acquisitions

Introduce Red Light Holland branded THC products in US and Canada

THC



Canada 2026 TAM: **C\$9 billion (19% CAGR)**

THC



US 2025 TAM: **US\$41 billion (16% CAGR)**

## CBD Products

Enhance European distribution of Creso Pharma's CBD products through SR Wholesale

Develop and action US market entry strategy for Creso Pharma's CBD products

Collaborate on new product development

CBD



US 2028 TAM: **US\$13 billion (21% CAGR)**

CBD



Europe 2027 TAM: **US\$26 billion (45% CAGR)**

## Recreational Psychedelics

Red Light Holland is a leader in this space – focus on growing the brand globally

Maintain responsible use, educational and technological approach to this vertical

Carefully assess new markets as they open with objective to deploy a first mover strategy

## Applied Science / Psychedelics

Pending acquisitions of Halucenex and Mera Life Sciences expected to provide strong platform for applied science

Creso Pharma's Switzerland based team has over 100 years of pharmaceutical industry expertise

Consider retreat style revenue generation opportunities in Caribbean

PSYCH



North America 2027 TAM: **US\$6.8 billion**

For personal use only

# GLOBAL OPERATIONS



Pro Forma Market Cap<sup>(1)</sup>:  
**C\$347 million**

Pro Forma Cash Balance<sup>(2)</sup>:  
**A\$48 million**



## CANADA

Public Listing (CSE)  
Mernova cannabis operations  
Pending acquisition of Halucenex  
Happy Caps Mushroom Farm



## EUROPE

Netherlands magic truffles sales  
SR Wholesale distribution network  
CBD nutraceuticals, cosmetics, and animal health products in several countries



## USA

Oregon psilocybin JV  
Desired entry into US THC and CBD  
Radix Motion

## LATIN AMERICA / CARIBBEAN

Pending named patient psilocybin and CBD pilot sales (Brazil)  
Pending acquisition of Mera Life Sciences  
CBD animal health registration (Uruguay)



## SOUTH AFRICA

CBD nutraceuticals

## ASIA-PACIFIC

CBD therapeutics (Australia / NZ)  
CBD nutraceuticals and cosmetics agreements in Pakistan and the Philippines

(1) Implied based on exchange ratio and closing prices as of June 15, 2021

(2) Unaudited



# ANTICIPATED MANAGEMENT TEAM



For personal use only



**TODD SHAPIRO**  
Director & CEO



**HANS DERIX**  
President



**SARAH HASHKES**  
CTIO



**WILLIAM LAY**  
EVP & CSO



**TO BE FILLED**  
VP Sales and Marketing



**TO BE FILLED**  
CFO



**TO BE FILLED**  
COO



**CRESO SWISS TEAM**  
100 YEARS OF  
PHARMACEUTICAL  
EXPERIENCE

# ANTICIPATED BOARD OF DIRECTORS



For personal use only



**BRUCE LINTON\***  
Non-Executive Chair

- Former Founder, Chairman & co-CEO of Canopy Growth Corporation

## RED LIGHT HOLLAND NOMINEES



**TODD SHAPIRO**  
Director & CEO

- Marketing entrepreneur with 20 years of experience
- Previously top-rated radio show host, moved from mainstream media to build Red Light Holland



**BRAD LAMB**  
Director

- One of Toronto's top condominium brokers, having been involved in the sale of over 29,000 properties for \$8 billion +, also completed 19 developments



**ANN BARNES**  
Director

- Has previously served as General Counsel for several private and public companies, including Manulife Financial, Cott Corporation, TSN, and Insight Sports
- THC and CBD experience

## CRESO PHARMA NOMINEES



**ADAM BLUMENTHAL**  
Director

- 15 years of experience in investment banking and corporate finance, has successfully brought to market medical cannabis companies in Israel, Canada, Switzerland and Australia



**BOAZ WACHTEL**  
Director

- Leading medical cannabis expert, previously Co-Founder and managing director of Phytotech Medical, Australia's first public cannabis company



**JAMES ELLINGFORD**  
Director


- Previously served as President of an internationally publicly listed billion-dollar business headquartered in Switzerland and the US

\*Proposed and subject to certain criteria

# RECREATIONAL THC

For personal use only

- Creso Pharma's 24,000 sq. ft. Mernova Cannabis operation in Canada has received Craft Designation from the Ontario Cannabis Store and is scalable to 200,000 sq. ft.
  - Strong efforts to increase share in the growing Canadian market will be made
- CSE listing allows entry into US THC, a key strategic priority for The HighBrid Lab
- The HighBrid Lab will introduce Red Light Holland branded THC products to build brand equity
  - THC microdosing opportunities will also be explored

**THC**  Canada 2026 TAM: **C\$9 billion (19% CAGR)**

**THC**  US 2025 TAM: **US\$41 billion (16% CAGR)**



# CBD PRODUCTS

For personal use only

- Creso Pharma has spent 5 years developing high-quality, Swiss manufactured CBD products for animals and humans
- The HighBrid Lab expects to pair these products with Red Light Holland's European distribution company, SR Wholesale, for increased penetration
- Planned entry into the US CBD market is also a key strategic priority
- Where permissible, aggressive e-commerce initiatives to be implemented
- New product development with collaboration between Red Light Holland and Creso Pharma for potential products such as CBD functional mushrooms



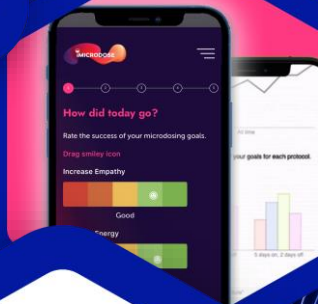
**CBD**  Europe 2026 TAM: **US\$26 billion (45% CAGR)**

**CBD**  US 2028 TAM: **US\$13 billion (21% CAGR)**

# RECREATIONAL PSYCHEDELICS

For personal use only

- Red Light Holland is a market leader in recreational psychedelics
- Operates a custom built farm in the Netherlands capable of producing 10,000 Kg of truffles annually
- Highly responsible approach including education, technology and telecounseling
- Small but meaningful regulatory shifts beginning to occur; The HighBrid Lab will carefully monitor these shifts with objective to be a first mover in new markets



# APPLIED SCIENCE

For personal use only

- Pending acquisitions of Halucenex and Mera Life Sciences will provide The HighBrid Lab a full set of applied science capabilities
- Creso Pharma's Swiss team has deep pharmaceutical backgrounds which will benefit research efforts
- Potential for retreat style opportunities in the Caribbean for near-term revenue generation
- Research will be used to further calibrate the iMicrodose app, where permissible

PSYCH



North America 2027 TAM: **US\$6.8 billion**



For personal use only



POLITICS

## Connecticut Governor Tells Lawmakers To Pass Marijuana Legalization Bill In Special Session Next Week



Published 5 days ago on June 11, 2021

By **Kyle Jaeger**

## Amazon Now Supports Federal Cannabis Legalization



**Will Yakowicz** Forbes Staff Vices



POLITICS

## Nevada Bill To Legalize Marijuana Consumption Lounges Heads To Governor's Desk



Published 2 weeks ago on June 1, 2021

By **Kyle Jaeger**

POLITICS

A bill legalizing marijuana cleared the Connecticut House of Representatives on Wednesday; the measure could receive final approval in the Senate on Thursday

africanews.



## Morocco joins growing list of African countries to legalize cannabis

By **Michael Oduor**

Last updated: 27/05/2021



Note: Screenshots and not intended to imply endorsement of The HighBrid Lab or its products.

Note: Screenshots and not intended to imply endorsement of The HighBrid Lab or its products.

For personal use only

## Silicon Valley Is Micro-Dosing 'Magic Mushrooms' To Boost Their Careers



**Jack Kelly** Senior Contributor  
Careers

*I write actionable interview, career and salary advice.*



Listen to this article now

03:35



Powered by **Trinity Audio**



## Mike Tyson Takes Handful Of Magic Mushrooms On Logan Paul's Podcast

By COREY ATAD. 31 Dec 2020 9:57 AM



## Celebrities are drinking mushroom tea and smoking copious amounts of weed on Dave Chapelle's Ohio farm

*"We're in a cornfield in a pandemic. What have you got to lose?"*

The GrowthOp

Oct 06, 2020 • Last Updated October 6, 2020 • 2 minute read



MUSIC NEWS

OCTOBER 22, 2020 1:08PM EDT

## Lizzo's Interview With David Letterman: 5 Things We Learned

Pop star talks Prince, Black Lives Matter, magic mushrooms, and naming her flute Blue Ivy

CLAIRE SHAFFER



Psychedelics

## Kristen Bell opens up about using psilocybin to manage her depression

*"There's a lot of different routes to feeling better."*

The GrowthOp

May 19, 2021 • Last Updated May 22, 2021 • 2 minute read



## Chelsea Handler takes mushrooms before appearance on The Tonight Show with Jimmy Fallon

*"Microdosing mushrooms is a game-changer, and psilocybin is good for everybody. It puts you in a good mood, it keeps you upbeat, and makes you appreciate nature."*

The GrowthOp

Mar 24, 2021 • Last Updated March 27, 2021 • 2 minute read





For personal use only

# BRANDING






**Todd Shapiro**   
@iamToddyTickles



**The Future of Psychedelics**  
Livestreaming on May 31st at 3PM EST

WATCH LIVE ON

**Todd Shapiro**  
Co-Founder, CEO & Director

**Sarah Hashkes**  
Chief Technology & Innovation Officer

**Graham Pechenik**  
Legal & IP Advisor

**Wisdom Truffle**  
Voiced by Louren Hornes

COMBINED FOLLOWERS

+ **4,850,000** Twitter

+ **3,300,000** Instagram

Instagram



For personal use only



THE HIGHBRID LAB





## **Creso Pharma Limited (ASX:CPH)**

Investor Presentation

Suite 5 CPC, 145 Stirling Highway,  
Nedlands WA 6009 Australia

Allmendstrasse 11,  
6310 Steinhausen, Schweiz

**[www.cresopharma.com](http://www.cresopharma.com)**

**For further information, please contact:**

### **Investor Enquiries**

EverBlu Capital

E: [info@everblucapital.com](mailto:info@everblucapital.com)

P: +61 2 8249 0000

Ben Jarvis, Six Degrees Investor Relations:

Ph: +61 (0) 413 150 448

### **Authority**

This announcement has been authorised for release by the Board of Creso Pharma Limited.

For personal use only