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Listed on the Canadian Securities Exchange CSE: N OTC Pink: NXTTF Germany FSE: M5BQ

FOR IMMEDIATE RELEASE – April 14, 2016

# NAMASTE ENTERS BINDING LETTER OF INTENT TO ACQUIRE LEADING US VAPORIZER E-COMMERCE PLATFORM

**Toronto, Ontario, Canada -** (April 14, 2016) - Namaste Technologies Inc. ("Namaste" or the "Company") (CSE: N, OTC Pink: NXTTF, FSE: M5BQ) reports it has entered into a binding letter of intent (the "Agreement") with Haze Industries, Inc. ("Haze") for the purchase of certain assets of Haze representing its VaporSeller business (the "Transaction"). VaporSeller is an e-commerce platform for the retail distribution of vaporizers with a substantial presence in the United States. Estimated by management to be one of the largest e-commerce distributors of vaporizers in the United States, VaporSeller generated an unaudited revenue of US\$3.4 million in 2015. The Transaction is accretive in terms of revenue and pre-tax earnings and approximately doubles the trailing twelve month revenue of Namaste.

This acquisition is consistent with Namaste's acquisition growth strategy and represents the Company's first-mover advantage as a consolidator of the fast growing and fragmented vaporizer industry. With an international presence established, this acquisition represents Namaste's strategic entry into the United States, the largest market for vaporizers and accessories globally, and provides Namaste with the scale and distribution channels to further secure commercial partnerships with leading product manufacturers.

The acquisition of VaporSeller also provides Namaste with a distribution list of over 150,000 retail purchasers of vaporizer products, which Namaste will utilize to distribute its existing product portfolio including the Guru<sup>tm</sup>, Namaste's proprietary vaporizer that works seamlessly with dry herbs, concentrates and liquids.

### **Transaction Terms**

Pursuant to the terms of the Agreement, Namaste will acquire the VaporSeller assets from Haze in exchange for cash, shares and an earn-out. Financial terms of the transaction are as follows:

- ➤ US\$500 thousand in cash upon closing of the Transaction;
- > 5,000,000 shares of Namaste;
- ➤ US\$1.5 million of earn-out cash payments over 3-years, subject to certain performance criteria including operational controls on revenue and margins; and
- ➤ US\$89 thousand annual management contract during the earn-out period.

## **Conditions of Closing**

Namaste and Haze have agreed to proceed diligently and in good faith to: (a) negotiate and settle the terms of definitive documentation for execution on or before May 30th, 2016; and (b) complete the Transaction not later than June 30th, 2016.

Conditions to closing of the Transaction include:

- Receipt of all director and requisite regulatory approvals relating to the Transaction, including without limitation, CSE approval if required;
- Negotiation and execution of definitive transaction documents, including but not necessarily limited to, an asset purchase agreement and sales and consulting agreement;
- > Completion of financial and legal due diligence by Namaste; and
- No material adverse change shall have occurred in business, results of operations, assets, liabilities, financial condition or affairs of VaporSeller, financial or otherwise, between the date of signing the Agreement and the completion of the Transaction.

## **Management Commentary**

Mr. Sean Dollinger, CEO of Namaste, comments: "This acquisition represents a significant step forward for Namaste. We have effectively secured one of the top e-commerce platforms for the distribution of vaporizers in the United States and demonstrated our team's ability to source and structure value creating transactions for shareholders. This acquisition doubles the financial profile of our company and represents the first of multiple opportunities we have identified to expand through acquisition. We look forward to continuing to work with Haze to complete this transaction and collectively sharing the benefits of our business relationship."

#### About Haze Industries Inc.

Haze Industries, Inc., a privately owned entity, was founded in 2010 and has quickly become a thought-leader in the vaporizer industry. Based in Atlanta, Georgia, Haze operates sales and distribution channels in the industry, including VaporSeller, one of the leading online sales platforms in the United States, focused on the best-selling brands sourced from leading US and international manufacturers. Haze is comprised of industry experts with backgrounds in business management, design and manufacturing, computer programming, ecommerce, and US sales, distribution and fulfillment.

## **About Namaste Technologies Inc.**

Namaste Technologies Inc. is a global leader in vaporizer product distribution and manufacturing. Namaste has over 30 e-commerce retail stores in 20 countries, offers the largest range of brand name vaporizers products on the market and is actively manufacturing and launching multiple unique proprietary products for retail and wholesale distribution, including vaporizers, accessories and herbs. This includes the upcoming launch of the Guru™, an enhanced vaporizer capable of seamlessly vaporizing liquids, concentrates and dry herbs from a single portable unit. The Company is currently focused on expanding its product offering, acquisitions and strategic partnerships, and entering new markets globally.

On behalf of the Board of Directors "Sean Dollinger"
Sean Dollinger
Chief Executive Officer

Further information on the company and its products can be accessed through the link below:

www.namastetechnologies.com

www.namastevaporizers.com

## www.namastevaporizers.co.uk

#### FORWARD LOOKING INFORMATION

This press release contains forward-looking information based on current expectations. These statements should not be read as guarantees of future performance or results. Such statements involve known and unknown risks, uncertainties and other factors that may cause actual results, performance or achievements to be materially different from those implied by such statements. Although such statements are based on management's reasonable assumptions. Namaste assumes no responsibility to update or revise forward-looking information to reflect new events or circumstances unless required by law.

Although the Company believes that the expectations and assumptions on which the forward-looking statements are based are reasonable, undue reliance should not be placed on the forward-looking statements because the Company can give no assurance that they will prove to be correct. Since forward-looking statements address future events and conditions, by their very nature they involve inherent risks and uncertainties. These statements speak only as of the date of this press release. Actual results could differ materially from those currently anticipated due to a number of factors and risks including various risk factors discussed in the Company's disclosure documents which can be found under the Company's profile on <a href="https://www.sedar.com">www.sedar.com</a>.

This press release contains "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E the Securities Exchange Act of 1934, as amended and such forward-looking statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. The CSE has neither reviewed nor approved the contents of this press release