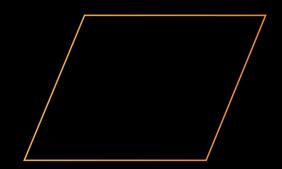


INVESTOR PRESENTATION

CANNABIS THROUGH ART AND SCIENCE







Adastra has become one of Canada's leaders in the supply and manufacturing of ethnobotanical and cannabis products for lawful adult-use. It serves medical markets and engages in forward-looking therapeutic applications. With cannabis concentrate products sold through retailers at more than 1,600 locations across Canada, Adastra's Phyto Extractions and Endgame Extracts brands are now well established with a solid distribution presence.

THE ART





A CSE: XTRX | FRA: D2EP

INVESTMENT HIGHLIGHTS



STRATEGIC PURSUIT OF LICENSING AND AMENDMENTS

Leading producer of cannabis products and in-house sought-after brands distributed for the adult-use and medical markets. Adastra is recognized as a high-capacity processor and co-manufacturer, supplying many top selling brands throughout Canada.

Over 1,600 legal cannabis retailers' stock Adastra's brands' products. During Q4 2022, we completed the acquisition of the Phyto Extractions brand - a well-known brand for cannabis concentrates, enabling us to capture 100% of its revenues. This will increase supply chain efficiency and manufacturing cost savings.

We proactively pursued amendments to our Controlled Drug and Substances Dealer's License. Adastra can now possess, produce and distribute up to 1,000 grams of psilocybin and psilocin and up to 250 grams of coca leafs to synthesize cocaine.



ROBUST EXTRACTION CAPACITY

13,500 sq. ft processing facility, combining co-located Adastra Analytics cannabis testing lab and Adastra Labs' extraction systems.



RAPID GROWTH

Generated record gross revenues of \$9.14M in the nine months ending September 30, 2022, net of 2.17M in excise duties. This represents a growth of 151% YOY or 211% growth YOY with the exclusion of excise duties.



SIGNIFICANTEXPERTISE

Adastra employs a diverse team of scientists, consultants, leaders and industry experts. Adastra developed its commercialization team in Q12022 to accelerate production volume and market penetration, meeting increased demand for branded products and co-manufacturing PO fulfillment.

DIVERSE APPROACH



Capable of creating a wide-range of outputs including THC distillate, vape cartridges, CBD isolate, full spectrum extracts THCa diamonds, capsules, tinctures and other CPG cannabis products used in medical and adult-use recreational applications.

These controlled substances can only be sold to other Dealer's License holders, such as health care practitioners, researchers within the regulated environment to create products suitable for the medical cannabis market, with the ultimate aim of addressing the needs of patients.

KEY PRODUCT OFFERINGS











SUPER/SUB **CRITICAL CO2**

Full-Spectrum Vape,

Cartridges, Terp Sauce

CRYO ETHANOL

Distillate Vape

Cartridges, Tinctures

HYDROCARBON

Live Resin, Shatter, THCa Diamonds, Full Spectrum Vape Cartridges, Sugar Wax, Crumble, CBD Isolate

FULL SPECTRUM

Shatter, Live Extract Cartridges and Dabbable Concentrates ex. Sugar Wax

DRIED FLOWER

Pre-Rolls, Infused Pre-Rolls, Large format cannabis flower, small batch craft cannabis

EXPANDING PRODUCT PORTFOLIO

SPRING 2022

- 1g Vaporizer Cartridges
- 1a Full Spectrum Vaporizer Cartridges
- 1g Shatter Endgame Extracts brand launch
- Endgame product SKUs launch and sell out in BC

CSE: XTRX | FRA: D2EP

SUMMER 2022

- Additional Endgame SKUs brought to market ex: THCa diamonds, 1g Vaporizer Cartridge flavours, Sugar Wax.
- Endgame and Phyto Extractions products listed for sale in additional provinces and territories.
- Endgame brand presence featured at cross-country events.
- Received Medical Sales Licence and Controlled Substances Dealer's Licence from Health Canada.

FALL 2022

- Additional SKUs added to Endgame portfolio.
- Steps taken towards termination of a legacy supply agreement to bring Phyto Extractions brand fully in-house. Capturing 100% revenues.
- Endgame products stocked in other provincial markets ex: AB, ON.

WINTER 2023

- Innovative Pre-Roll machine installed that allows us to do first-of-its-kind infusions.
- Endgame grew in Alberta and Ontario and our products landed on the best-selling lists on headset.io.
- As of last week, Phyto skus have transitioned to Adastra in Ontario, Alberta, BC, SK and MB.
- Listed in Nova Scotia, Adastra now has direct relationships with BC, AB, SK, MB, ON and NS.

SPRING 2023

- In March, announced record shipment volume for January and February 2023 and plans to further accelerate product and brand presence across Canada.
- In Q1 2023 Adastra shipped a record volume of 379,343 grams of cannabis products and achieved this result with over 1,300 orders. This shipment volume is an increase of 152% over the average monthly shipments during 2022.

EXPERIENCED LEADERSHIP TEAM



Michael Forbes BSC. PHARM CEO & DIRECTOR With a background firmly rooted in medicine, cannabis production and entrepreneurship, Michael has founded five medical cannabis clinics, under the Concord Medical Clinic umbrella, built Clarity Cannabis and Honeycomb Cannabis retailers to more than 10 locations and founded the cannabis licensed cultivation facility, Sitka Weed Works.



Smoke Wallin

Smoke is a highly accomplished CEO, entrepreneur, leader, board member and philanthropist with leadership across the consumer products, beverage, cannabis, hospitality, health & wellness, distribution, M&A, and technology industries. Smoke is Co-Founder & Director of DignityMoves.Org created to end unsheltered street homelessness in our communities by building Interim Supportive Housing with rapid, cost-effective, scalable solutions.

Smoke serves as MD/partner at STS Capital a global boutique

a company he founded in 2006 to incubate and celebrate iconic beverage brands. He is Chair/Co-Founder of Vertical

investment bank focused on M&A. He serves as Chair of Taliera.



Lachlan McLeod BSC., CPA CFO Lachlan is a Chartered Professional Accountant (CPA) with a BSc, Economics major and Business minor from the University of Victoria. He received his diploma of accounting from the Sauder School of Business at the University of British Columbia. Lachlan brings over 10 years of senior finance experience, serving in senior executive management levels in both public and private companies. He has worked as an auditor for a Big 4 accounting firm for four years and has served as a fractional CFO for multiple public companies. Lachlan has a proven track record of helping businesses meet financial and regulatory reporting requirements.



Jean-Paul Lim MD, FRCPC CHIEF STRATEGIC ADVISOR

- Internal medicine and complex care specialist
- Ageless Living
- Ziram Biopharma



Wellness a health & wellness brand company.

Paul G. Morgan

- Corporate Attorney
- Retail Cannabis Owner

A PLATFORM FOR ACCELERATED GROWTH IN CANADA

Trusted global leader in pharma-quality, development and manufacturing of cannabis API, and derivative products.

EXTRACT

Our extraction methodologies and industry-leading equipment are designed to meet product development requirements, consumer demands and Health Canada quality standards.



SCIENCE

Cannabis processing, innovative product development and formulations, R&D, organoleptic testing, extraction capabilities.

CRAFT

Adastra brought 100% of Phyto Extractions' legacy concentrates, known for its branded Shatter product, back in-house. Endgame Extracts brand launched at end of Q1 2022, with initial SKUs hitting shelves in Q2 2022, selling out within 24 hours. Endgame and Phyto products often rank in the top 10 of best-selling concentrates in BC and Alberta¹.



ANALYZE

Our co-located, in-house analytical testing lab allows us to perform inprocess potency and cannabinoid testing, to ensure process optimization and deliver efficient, cost-effective quality to brands we process for, whether wholesale or co-manufacturing.



EXTRACTION

Adastra Labs is a Health Canada licensed Standard Processor, cannabis product formulator and co-manufacturer.

Our 13,500 sq. ft facility is located in Langley, BC, Canada.

In 2021, Adastra received its sales license to sell products directly to provincial distributors.

Adastra Labs uses the following methods to extract and process cannabis: Cryo Ethanol, Hydrocarbon.

Adastra Labs processes and packages for its Phyto Extractions brand, a wholly-owned brand, capturing 100% of its revenues as of October 2022. Adastra co-manufactures for a variety of white label cannabis extract and concentrates brands, currently for sale across Canada.

In April 2022 Adastra launched its in-house brand Endgame to the BC market, with shatter and vaporizer SKU offerings, priced to sell. Sell through reached 100% for the four initial SKUs launched, within 48 hours of release.



Distillate & Full Spectrum Vape Formulations



THCa Diamond Formulations



Up to 95% THC Distillate



99% CBD Isolate



ADASTRA ANALYTICS



IN-HOUSE TESTING LAB

Licensed by Health Canada in 2019, Adastra Analytics is Adastra Labs' co-located analytical testing lab.

Adastra conducts in-process cannabinoid potency testing, enhancing process efficiency and product quality assurance. It also offers QA/QC and compliance services for licensed cannabis producers.

CANNABIS ANALYSIS

The co-location of our analytical testing lab enables us to perform in-process testing on cannabis extract samples when formulating and manufacturing products for our customers, and co-manufacturing partners. This allows us to enhance process efficiencies and pass cost savings onto our clients. With Adastra Analytics we can also perform product R&D in-house. Adastra Labs has its organoleptic testing license, offering the advantage of customer product testing. This feedback ensures we craft products that meet customer demand. With Adastra analytics on-site we can perform analysis, product sampling, testing, and R&D with little added cost.

OWNS 100% OF TWO TOP-PERFORMING CANADIAN CONCENTRATES BRANDS

AWARD-WINNING EXTRACTS

Proudly Canadian and fiercely passionate about cannabis concentrates, Phyto Extractions is a legacy purveyor of award-winning extracts.

Evolving from our legacy roots, we carefully consider hardware, formulation ingredients, and adhere to strict quality control procedures to ensure our products exceed our customers' expectations.

FOUNDED IN 2014, PHYTO EXTRACTIONS BRAND WAS BROUGHT 100% IN-HOUSE IN OCTOBER 2022, ALLOWING ADASTRA TO CAPTURE 100% OF ITS REVNENUES.

ENDGAME EXTRACTS LISTED AS 3RD,4^{TH,} 5^{TH,} 7TH & 9TH BEST SELLING CONCENTRATE IN BC (1)

Before concentrates were mainstream, a crew of cannabis and hip-hop heads came together at a small facility in the middle of nowhere with a single goal: to make the best extracts possible. They executed by crossing iconic strains, offering unique terp profiles, and staying true to the game by respecting the craft and constantly evolving. As their extraction skills grew, so did the brand. Endgame has a reputation coast to coast for its quality, authenticity and consistency in everything they do.

Today, Endgame has transitioned from its hidden underground origins into the legal cannabis and lifestyle market, and we are just getting started. What's your Endgame?



Phyto

perceive M D



ONE OF BRITISH COLUMBIA'S LEADING MEDICAL CANNABIS AND FORWARD-THINKING THERAPY CLINICS

PerceiveMD is a multidisciplinary team-based, patient-focused centre providing free, comprehensive assessments for medical cannabis.

SEPT 2021: PURCHASED 100% OF PERCEIVE MD ⁽¹⁾

PerceiveMD positions Adastra for expansion Into medical sales and cannabis treatments. It creates a direct sales path for medical products and a feedback mechanism for input directly from patients and doctors.

GROWING PRODUCT PORTFOLIO AND AVAILABILITY

EXPANDING DISTRIBUTION WITH PROVINCIAL WHOLESALERS



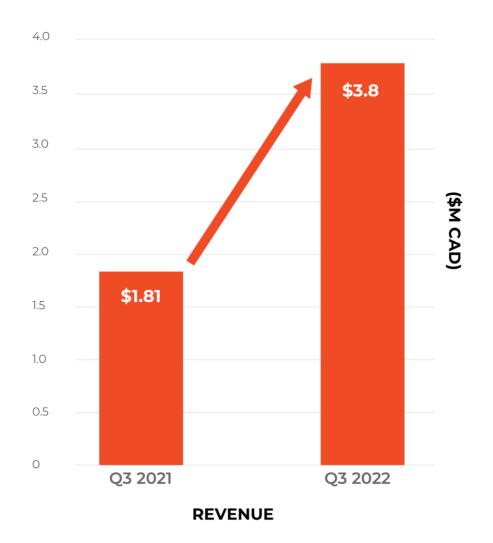
GROWTH DRIVERS

- Introduction of new products, into desired categories
- Retail & market penetration
 - 1,600 Canadian retailers' stock Adastra
- New channels distribution regions
 Maritime provinces
- Optimize instore visibility and augmented brand presence
- Sales force expansion with Hybrid Brand Management
- Success of in-house brands and co-manufacturing partnerships with several of Canada's leading brands
- Product innovation and strategic commercialization

DEMONSTRATED SELL THROUGH WITH IN-HOUSE BRANDS

BUILDING MOMENTUM

110% year-over-year growth



- Gross revenues of \$3.0SM in Q2 2022, compared to \$1.24M in Q2 2021, representing an increase of 146%, demonstrating significant demand for in-house cannabis concentrate brands and products.
- Launched Endgame Extracts brand, met with high demand and 100% sell through in home province of BC.

Q2 2022

Q3 2022

• Gross revenues of \$9.14M for YTD 2022 compared to \$3.64M for YTD 2021, representing a 151% increase.

• Gross revenues of \$3.80M in Q3 2022, compared to \$1.81M in Q3 2021, and \$3.0SM for Q2 2022 representing a YoY increase of 110% and QoQ rise of 25%, demonstrating significant demand for Adastra's cannabis concentrate brands and products.

• Gross profit of \$1.62M in Q3 2022, compared to \$0.82M in Q3 2021 and \$1.09M for Q2 2022, representing a YoY increase of 98% and a QoQ rise of 49%.

 In March, announced record shipment volume for January and February 2023 and plans to further accelerate product and brand presence across Canada.

• In QI 2023 Adastra shipped a record volume of 379,343 grams of cannabis products and achieved this result with over 1,300 orders. This shipment volume is an increase of 152% over the average monthly shipments during 2022.

YTD 2022 FINANCIAL METRICS

	YTD 2022	YTD 2021	% Change
Revenue	\$9,142,062	\$3,639,012	151%
Cost of Sales	(\$5,584,825)	(\$2,379,083)	135%
Gross Profit	\$3,557,237	\$1,259,929	182%
Gross Margin	38.9%	34.6%	4.3%
Operating Expenses	\$4,999,311	\$2,043,174	145%
Net Loss	(\$1,106,715)	(\$1,081,266)	2%
Net Loss Per Share	(\$0.03)	(\$0.02)	50%

Note: For the 9 months ended September 30, 2022 compared to the same period, in the previous year.



Revenue



Y/Y Growth



Gross Profit



Gross Margin

CAPITAL STRUCTURE

Shares Outstanding Total Shares (as of April 12, 2023) SHARE PRICE ⁽¹⁾ **Common Shares** 55,970,547 Options 3,665,000 \$0.11-\$2.00 52 WEEK RANGE Warrants 122,727 Total Shares Outstanding (Fully Diluted) 59,758,274 \$74.44M MARKET CAP Reserve for issuance 3,787,727

(1) Priced as of April 12, 2023 (2) Calculated as of April 12, 2023 **CSE: XTRX** TICKER

\$1.33

28%

INSIDERS⁽²⁾

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Investors and prospective investors should rely only on the information contained in the disclosure filings (the "Filings") of Adastra Holdings Ltd. (the "Company"). This presentation is qualified in its entirety by reference to, and must be read in conjunction with, the information contained in Filings. An investor or prospective investor is not entitled to rely on parts of the information contained in this presentation to the exclusion of others, and the Company is not authorized to provide different or additional information.

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The forward-looking information contained in this presentation represents the Company's expectations as of the date of this presentation or the date indicated, regardless of the time of delivery of the presentation. All the forward-looking information contained in this presentation is expressly gualified by the foregoing cautionary statements. Potental investors should consult their own professional advisors to ascertain and assess the income tax, legal, risk factors and other aspects of their potential investment in the Company. Risk factors that could cause actual results to differ materially from forward-looking information in this presentation include: the Company's exposure to legal and regulatory risk; risks related to market competition; risks related to the proposed adult-use and medical cannabis industries and markets including the Company's ability to enter into or compete in such markets: that the Company has a limited operating history and a history of net losses and that it may not achieve or maintain profitability in the future: risks related to future third party strategic alliances or the expansion of currently existing relationships with third parties; that the Company may not be able to successfully identify and execute future acquisitions or dispositions or successfully manage the impacts of such transactions on its operations; risks inherent to the operation of an agricultural business; that the Company may be unable to attract, develop and retain key personnel; risks resulting from significant interruptions to the Company's access to certain key inputs such as raw materials, electricity, water and other utilities; that the Company may be unable to transport its cannabis products in a safe and efficient manner; risks related to recalls of the Company's cannabis products or product liability or regulatory claims or actions involving the Company's cannabis products; risks related to the Company's reliance on distributors, suppliers and skilled labor; that the Company, or the cannabis industry more generally, may receive unfavorable publicity or become subject to negative consumer or investor perception; that certain events or developments in the cannabis industry more generally may impact the Company's reputation or its relationships with customers or suppliers: risks related to insurance; that the Company may become subject to liability arising from fraudulent or illegal activity by its employees, consultants and others; that the Company may experience breaches of security at its facilities or losses as a result of the theft of its products; risks related to the Company's information technology systems; that the Company may be unable to sustain its revenue growth and development; that the Company may be unable to expand its operations quickly enough to meet demand or manage its operations beyond their current scale; that the Company may be unable to secure adequate or reliable sources of necessary funding: risk related to the available funds of the Company and the use of such funds; risks related to or associated with, the Company's exposure to reporting requirements; risks related to conflicts of interest; risks related to the reliance on the expertise and judgment of senior management of the Company, and ability to retain such senior management; risks related to the management of growth; risk of litigation; risks related to energy costs: risks related to fluctuations in foreign currency exchange rates: risks related to the Company's potential exposure to greater-than-anticipated tax liabilities: risks related to the protection and enforcement of the Company's intellectual property rights, or the intellectual property that it licences from others; that the Company may become subject to allegations that it or its licensors are in violation of the intellectual property rights of third parties; that the Company may not realize the full benefit of its licences if the licenced material has less market appeal than expected and the licences may not be profitable; and any other risks that may be included in the Filings.

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This presentation contains future-oriented financial information and financial outlook information (collectively, "FOFI") about the Company's expected future revenue and business operations, which is subject to the same assumptions, risk factors, limitations, and qualifications as set out in the above paragraphs. The actual financial results of the Company may vary from the amounts set out herein and such variation may be material. The Company and its management believe that the FOFI has been prepared on a reasonable basis, reflecting management's best estimates and judgments. However, because this information is subject to and subject to numerous risks, it should not be relied on as necessarily indicative of future results. Except as required by applicable securities laws, the Company undertakes no obligation to update such FOFL FOFI contained in this presentation was made as of the date hereof and was provided for the purpose of providing further information about the Company's anticipated future business operations. Readers are cautioned that the FOFI contained in this news release should not be used for purposes other than for which it is disclosed herein.

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