

GrowMax Announces Termination of PrimaSea Transaction Agreement and Reaffirms Commitment to Execute on Value-Enhancing Deals; Reminds Shareholders to Vote BLUE Today

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- *GrowMax and PrimaSea terminate the proposed PrimaSea/Fertimar acquisition; Management and board continue to actively seek out growth opportunities.*
- *PrimaSea transaction and related share consolidation removed from matters to be voted upon by shareholders.*
- *Annual and special meeting of shareholders scheduled for March 8, 2019; shareholders are reminded to vote on the BLUE Proxy for management's qualified and experienced nominees well in advance of the voting deadline on March 6, 2019 at 10:00 a.m. (Calgary time).*
- *For assistance with voting contact Kingsdale Advisors at 1-866-581-1479 or contactus@kingsdaleadvisors.com.*

TORONTO, March 04, 2019 -

[GrowMax Resources Corp.](#) (the "Company" or "GrowMax") (TSX-V: GRO) announces that the share purchase agreement for the proposed acquisition of PrimaSea Holdings Ltd. ("PrimaSea") has been terminated. As a result of the delays from the litigation by the activists and other factors, PrimaSea's principals indicated to GrowMax that they did not want to continue with the agreement and, given that the outside date for completion under the agreement had passed, GrowMax agreed to the termination.

GrowMax reiterates its commitment to exploring a wide variety of value-enhancing initiatives, including acquisitions, accretive partnerships, and other growth strategies.

With its strong balance sheet, the Company is well-positioned to diligently seek out acquisitions that build value for shareholders. The management team and board of directors (the "Board") have extensive M&A experience, have a wide breadth of experience in finance, sales, marketing, operations, and natural resources, and are fully-qualified to explore the many opportunities, in a variety of sectors, available to the Company.

As a result of the termination of the PrimaSea agreement, both the PrimaSea transaction and the related proposed consolidation of GrowMax shares will not be voted upon at GrowMax's upcoming annual and special meeting of shareholders (the "Meeting") to be held on Friday, March 8, 2019.

GrowMax also announces that John Van Brunt has resigned from the Board and will not be standing for re-election at the Meeting.

VOTE BLUE FOR AN EXPERIENCED AND QUALIFIED BOARD YOU CAN TRUST

The deadline to vote is fast approaching: Shareholders are reminded to vote BLUE in advance of the voting deadline on March 6, 2019 at 10:00 a.m. (Calgary time), being 12:00 p.m. (Toronto time).

If you have already voted on management's BLUE Proxy, no action is needed. Shareholders who have voted but wish to change their vote, may vote again; the later dated proxy will count.

Shareholders have a clear choice in front of them: Choose a qualified and experienced Board that listens to shareholders and puts their interests first.

Vote BLUE today at proxyvote.com or contact Kingsdale Advisors toll free at 1-866-581-1479 or by email at contactus@kingsdaleadvisors.com. There is a team standing by to help.

For more information, please contact:

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Forward-looking information is based on management's beliefs, expectations, estimates and opinions on the date statements are made and GrowMax undertakes no obligation to update forward-looking information and whether the beliefs, expectations, estimates and opinions upon which such forward-looking information is based has changed, except as required by applicable law.

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