



PRESS RELEASE

FOR IMMEDIATE DISCLOSURE

ORTHO REGENERATIVE TECHNOLOGIES ANNOUNCES NON-BROKERED PRIVATE PLACEMENT OF CONVERTIBLE DEBENTURE UNITS

Montreal, QC, December 30, 2019 – [Ortho Regenerative Technologies Inc.](#) (CSE: **ORTH**) (“**Ortho RTI**” or the “**Company**”), an emerging orthobiologics company today announced a non-brokered private placement offering (the “**Offering**”) of up to CAD \$1,000,000 in convertible debentures units (the “**Unit(s)**”). Each Unit will consist of one (1) \$1,000, 10% unsecured convertible debenture (the “**Debenture(s)**”) and 2,000 share purchase warrants (the “**Warrant(s)**”), expiring 24 months after the date of issuance of such Warrants.

Each \$1,000 Debenture will be convertible at a price per Common Share equal to **\$0.30** (the “**Conversion Price**”), representing 3,333 Class “A” shares in the capital of the Company (“**Common Shares**” and each is a “**Common Share**”) subject to adjustments in certain events. The Debentures will bear interest at a rate of 10% per annum from the date of issue, payable in cash, annually in arrears. Any unpaid interest payments will accrue and be added to the principal amount of the Debentures. The Debentures will be convertible into Common Shares at the Conversion Price at the option of the holder at any time prior to the close of business on the last business day immediately preceding the Maturity Date.

Each Warrant will entitle the holder thereof to purchase one Common Share (each, a “**Warrant Share**”) at an exercise price of \$0.50 at any time up to 24 months following the closing date of the Offering (the “**Closing Date**”). In the event that the average VWAP over any twenty (20) consecutive trading days is greater or equal to \$1.00, the Company may give notice to the Warrant holder that it must exercise its remaining Warrants within a period of 30-days from the date of receipt of the notice, failing which the Warrants will automatically expire.

Although the Offering is non-brokered, the Company may, as determined in its sole discretion, pay reasonable customary brokers' and/or finders' commissions in connection with the completion of the Offering.

Net proceeds of the Offering will be used to 1) complete the pre-clinical development of ORTHO-R, our lead program for rotator cuff repair, 2) initiate Phase I/II clinical activities of ORTHO-R for rotator cuff, and 3) general corporate purposes.

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The Offering is subject to certain conditions, including but not limited to, the receipt of all necessary regulatory and stock exchange approvals, including the approval of the CSE.

The securities issued pursuant to the Offering and any Common Shares issued on conversion of the Convertible Debentures or exercise of the Warrants will be subject to a statutory hold period in Canada of four months and one day following the closing date of the Offering in accordance with applicable securities laws. Additional resale restriction may be applicable under the laws of other jurisdictions.

This press release does not constitute an offer to sell or a solicitation of an offer to buy securities in the United States. The securities referenced herein have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), or any state securities laws and may not be offered or sold in the United States except in compliance with one or more exemptions from the registration requirements of the U.S. Securities Act and applicable securities laws.

About Ortho Regenerative Technologies Inc.

Ortho RTI is an emerging orthobiologics company dedicated to the development of novel therapeutic soft tissue repair technologies to dramatically improve the success rate of orthopedic and sports medicine surgeries. Our proprietary RESTORE technology platform, is a muco-adhesive CHITOSAN based biopolymer matrix, specifically designed to deliver biologics such as Platelet-Rich Plasma (PRP) or Bone Marrow Aspirate Concentrate (BMAC), to augment and guide the regeneration of new tissue in various musculoskeletal conditions. Ortho-R, our lead Chitosan-PRP hybrid biologic implant product, is formulated and designed to increase the healing rates of occupational and sports related injuries to tendons, meniscus and ligaments. Other formulations are being developed for cartilage repair, bone void filling and osteoarthritis treatment. The polymer biologics hybrid combination can be directly applied into the site of injury by a surgeon during a routine operative procedure without significantly extending the time of the surgery and without further intervention. An Ortho-R Rotator Cuff Tear Repair Phase I/II clinical trial is planned with an FDA IND submission in Q1 2020. Considering the significant bioactivity and residency properties of our proprietary biopolymer, Ortho RTI continues to assess its potential for therapeutic uses outside of the soft tissue repair field. Further information about Ortho RTI is available on the Company's website at www.orthorti.com and on SEDAR at www.sedar.com. Also follow us on LinkedIn and Twitter.

Forward-Looking Statements

This news release may contain certain forward-looking statements regarding the Company's expectations for future events. Such expectations are based on certain assumptions that are founded on currently available information. If these assumptions prove incorrect, actual results may differ materially from those contemplated by the

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forward-looking statements contained in this press release. Factors that could cause actual results to differ include, amongst others, uncertainty as to the final result and other risks. The Company disclaims any intention or obligation to publicly update or revise any forward- looking statements, whether as a result of new information, future events or otherwise, other than as required by security laws.

NEITHER THE CANADIAN SECURITIES EXCHANGE NOR ITS REGULATIONS SERVICES PROVIDER HAVE REVIEWED OR ACCEPT RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE.

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