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## FOR IMMEDIATE RELEASE

### **MATICA ANNOUNCES PLANS TO SPIN-OFF MINING PROPERTIES.**

**December 16, 2014 – Toronto, Ontario – Matica Enterprises Inc. (CSE: MMJ) (“Matica” or the “Company”)** is pleased to announce its plans to reorganize its business by completing a spin-off of its mining assets. Under the proposed spin-out, Matica’s intends to transfer its current Graphite projects, which include the Grumpy Lizard Graphite project and the Buckingham North Graphite project, to a newly incorporated company (“**Spinco**”). Matica’s current shareholders will receive shares of Spinco by way of a plan of arrangement, pursuant to which each existing share of Matica is exchanged for “new” shares of Matica and shares in Spinco. With shareholder approval, Spinco will manage and develop these and future projects, as well as seek a listing on the CSE. Matica is committed to the medical marijuana space and sees the divestment of other assets as a necessary move to create a focused organisation. Specific terms of the spin-off, as well as additional details relating to the special meeting of Matica shareholders to be held in respect of the spin-off, will be announced shortly.

Matica Enterprises CEO, Boris Ziger states, “The Grumpy Lizard is an important graphite property for Matica. The lack of overburden on the property will make for a fast paced exploration program and the proximity to a potential graphite buyer should hasten the program towards development. By completing on the LOI, Matica has re-established itself as a company committed to shareholder value.”

The graphitic rock types which range from graphite - andalusite schist, coarse graphite – dominated schist and graphite bearing quartzite and hornfels, underlie all of the land currently in the claims held through the Matica Agreement. The company plans a systematic program of geophysics and systematic sampling to identify the most significant high grade zones within this large complex. The company has also identified, through field work and published reports, high grade vein graphite targets and other graphitic schist bodies which suggest very substantial potential for growth of the project. It is significant that these graphitic bodies lack significant sulphide content or other contaminants. The currently planned program is concentrating on mapping the most substantial coarse graphite bodies suitable for the contemplated industrial applications.

#### **The Grumpy Lizard Property**

The Grumpy Lizard graphite property is comprised of 96 claims for a total of 1920 acres. Recent reconnaissance prospecting in the claims area carried out by Gold Exploration Management Services Inc. observed occurrences of large flake graphite exposed at surface. The local terrain varies from open rolling hills to mountainous with very little vegetation due to the arid climate and elevation. The numerous exposed outcroppings observed suggest rock bodies of greater than 10 meter widths which may run for several kilometres within a much more extensive prospective area which is part of ongoing investigations. The current investigations are preliminary and do not conform to the requirements of National Instrument 43-101 and should not be relied upon as an indicator of actual resource or reserve estimates, and should be construed only as conceptual in nature.

### **Buckingham North Graphite Project**

Matica Enterprises Inc. has acquired 22 exploration permits totalling 13.29 km<sup>2</sup> in Buckingham township in the Ottawa valley, western Quebec. This general area was the site of several past producing graphite mines. A review of historical records and geological mappings indicate a concentration of paragneisses within claim boundaries, some of which may contain graphite.

### **About Matica Enterprises Inc.**

Matica is further exploring opportunities in the medical marijuana and industrial hemp industries and has signed a definitive agreement to earn a fifty percent interest in THC Dispensaries, Inc (“THCD”), a Nova Scotia applicant under the Marijuana for Medical Purposes Regulation (“MMPR”). THC Dispensaries has received a “right to build” letter from Health Canada and is awaiting the pre-licence inspection to become a Licenced Producer under MMPR. The license allows the company to supply dried marijuana, seeds and organic soil to dispensaries throughout North America and Europe. THCD plans to launch its operation with a 6,000 square foot facility in Antigonish, Nova Scotia. An additional 10,000 square footage can be added to maximize the production allowance in this facility to the allotted volume of 806,250 grams per year. The entire operation sits on 35 acres of land in Antigonish. For more information on Matica Enterprises please visit the website at: [www.maticaenterprises.com](http://www.maticaenterprises.com).

On behalf of the Board of Directors  
**MATICA ENTERPRISES INC.**

***Boris Ziger***

Boris Ziger, CEO & Chairman

The Company’s filings are available for review at [www.sedar.com](http://www.sedar.com) and [www.thecse.com](http://www.thecse.com).

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### **Cautionary Note Regarding Forward-Looking Statements**

*Certain information in this press release may constitute forward-looking information. This information is based on current expectations that are subject to significant risks and uncertainties that are difficult to predict. Actual results might differ materially from results suggested in any forward-looking statements. The Company assumes no obligation to update the forward-looking statements, or update the reasons why actual results could differ from those reflected in the forward looking-statements unless and until required by securities laws applicable to the Company. Additional information identifying risks and uncertainties is contained in the Company’s filings with the Canadian Securities Regulators, which filings are available at [www.sedar.com](http://www.sedar.com) and [www.thecse.com](http://www.thecse.com).*