UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): December 15, 2022

180 LIFE SCIENCES CORP.

(Exact Name of Registrant as Specified in Charter)

Delaware	001-38105	90-1890354
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)
3000 El Camino Real, Bldg. 4, Suite 200 Palo Alto, CA		94306
(Address of Principal Executive Offices)		(Zip Code)
Registrant	's telephone number, including area code: (650) 507	<u>-0669</u>
Check the appropriate box below if the Form 8-K filing is in (see General Instruction A.2. below):	tended to simultaneously satisfy the filing obligation	on of the registrant under any of the following provisions
☐ Written communications pursuant to Rule 425 under the Sec	curities Act (17 CFR 230.425)	
☐ Soliciting material pursuant to Rule 14a-12 under the Excha	nge Act (17 CFR 240.14a-12)	
☐ Pre-commencement communications pursuant to Rule 14d-	2(b) under the Exchange Act (17 CFR 240.14d-2(b))	
☐ Pre-commencement communications pursuant to Rule 13e-4	4(c) under the Exchange Act (17 CFR 240.13e 4(c))	
Securities registered pursuant to Section 12(b) of the Act:		
Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.0001 per share	ATNF	The NASDAQ Stock Market LLC
Warrants to purchase shares of Common Stock	ATNFW	The NASDAQ Stock Market LLC
Indicate by check mark whether the registrant is an emerging gr the Securities Exchange Act of 1934 (§240.12b-2 of this chapter		ties Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of
Emerging growth company ⊠		
If an emerging growth company, indicate by check mark if the accounting standards provided pursuant to Section 13(a) of the E		ion period for complying with any new or revised financial
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Item 3.03 Material Modification to Rights of Security Holders

The information set forth in $\underline{\text{Item 5.03}}$ is hereby incorporated into this $\underline{\text{Item 3.03}}$ by reference.

Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

Reverse Stock Split

As discussed in greater detail under Item 5.07, below, on December 15, 2022, at a Special Meeting of the Stockholders (the 'Special Meeting'), of 180 Life Sciences Corp. (the "Company," "we," "our," or "us"), the stockholders of the Company approved an amendment to the Company's Second Amended and Restated Certificate of Incorporation, as amended, to effect a reverse stock split of our issued and outstanding shares of our common stock, par value \$0.0001 per share, by a ratio of between one-for-four to one-for-twenty, inclusive, with the exact ratio to be set at a whole number to be determined by our Board of Directors or a duly authorized committee thereof in its discretion, at any time after approval of the amendment and prior to December 15, 2023 (the "Stockholder Authority").

On December 15, 2022, and following the Special Meeting, the Company's Board of Directors (the "Board"), with the Stockholder Authority, approved an amendment to our Second Amended and Restated Certificate of Incorporation to effect a reverse stock split of our common stock at a ratio of 1-for-20 (the "Reverse Stock Split"). The Reverse Stock Split is more fully described in the Company's definitive proxy statement, which was filed with the Securities and Exchange Commission (the "Commission") on November 16, 2022.

Immediately after the Special Meeting and the approval thereof by the Board, on December 15, 2022, we filed a Certificate of Amendment to our Second Amended and Restated Certificate of Incorporation (the "Certificate of Amendment") with the Secretary of State of the State of Delaware to effect the Reverse Stock Split. A copy of the Certificate of Amendment is attached hereto as Exhibit 3.1 and is incorporated by reference herein.

Pursuant to the Certificate of Amendment, the Reverse Stock Split will be effective on December 19, 2022 at 12:01 a.m. Eastern Time (the Effective Time"). The

shares of the Company's common stock are expected to begin trading on the NASDAQ Capital Market ("NASDAQ") on a post-split basis on December 19, 2022, with new CUSIP number: 68236V203. No change was made to the trading symbol for the Company's shares of common stock or public warrants, "ATNF" and "ATNFW", respectively, in connection with the Reverse Stock Split.

At the Effective Time, every twenty (20) shares of issued and outstanding common stock will be converted into one (1) share of issued and outstanding common stock, and the total outstanding shares of common stock will be reduced from approximately 40.5 million to approximately 2.0 million, without giving effect to any rounding up of fractional shares. The Company's transfer agent, Continental Stock Transfer & Trust Company ("Continental"), will serve as exchange agent for the Reverse Stock Split and will provide instructions to stockholders of record regarding the Reverse Stock Split, to the extent applicable.

Because the Certificate of Amendment did not reduce the number of authorized shares of our common stock, the effect of the Reverse Stock Split was to increase the number of shares of our common stock available for issuance relative to the number of shares issued and outstanding. The Reverse Stock Split did not alter the par value of our common stock or modify any voting rights or other terms of our common stock.

No fractional shares will be issued in connection with the Reverse Stock Split. Stockholders of record who otherwise would be entitled to receive fractional shares, will be entitled to have their fractional shares rounded up to the nearest whole share. No stockholders will receive cash in lieu of fractional shares.

Each certificate that immediately prior to the Effective Time represented shares of our common stock (Old Certificates") shall thereafter represent that number of shares of our common stock into which the shares of our common stock represented by the Old Certificate shall have been combined, subject to the adjustment for fractional shares as described above. Unless otherwise requested by the stockholder, Continental will be issuing all of the post-split shares in paperless, "book-entry" form, and unless otherwise requested by the stockholder, Continental will hold the shares in an account set up for the stockholder. All book-entry or other electronic positions representing issued and outstanding shares of our common stock will be automatically adjusted. Those stockholders holding our common stock in "street name" will receive instructions from their brokers.

In addition, the number of shares of common stock issuable upon exercise of our stock options and other equity awards (including shares reserved for issuance under the Company's equity compensation plans) were proportionately adjusted by the applicable administrator, using the 1-for-20 ratio, and rounded down to the nearest whole share, to be effective at the Effective Time, pursuant to the terms of the Company's equity plans. The conversion rates of our preferred stock will also be adjusted in a ratio of 1-for-20. The number of shares issuable upon exercise of our outstanding warrants to purchase shares of common stock outstanding at the Effective Time will also be equitably adjusted pursuant to the terms of such securities in connection with the 1-for-20 Reverse Stock Split. In addition, the exercise price for each outstanding stock option and warrant will be increased in inverse proportion to the 1-for-20 split ratio such that upon an exercise, the aggregate exercise price payable by the optionee or warrant holder to the Company for the shares subject to the option or warrant will remain approximately the same as the aggregate exercise price prior to the Reverse Stock Split, subject to the terms of such securities.

Further, pursuant to the terms of the Company's Class K Special Voting Shares (the "Preferred Stock"), following the Effective Time, the Preferred Stock is now convertible into a number of shares of common stock equal to, and votes a number of voting shares equal to, 264 shares.

Each stockholder's percentage ownership interest in the Company and proportional voting power remains virtually unchanged as a result of the Reverse Stock Split, except for minor changes and adjustments that will result from rounding fractional shares into whole shares. The rights and privileges of the holders of shares of common stock will be substantially unaffected by the Reverse Stock Split.

The above description of the Certificate of Amendment and the Reverse Stock Split is a summary of the material terms thereof and is qualified in its entirety by reference to the Certificate of Amendment, a copy of which is attached hereto as Exhibit 3.1 and is incorporated herein by reference.

Reason for the Reverse Stock Split

The Company is effecting the Reverse Stock Split to satisfy the \$1.00 minimum bid price requirement, as set forth in Nasdaq Listing Rule 5550(a)(2), for continued listing on The NASDAQ Capital Market. As previously disclosed in a Current Report on Form 8-K filed with the Securities and Exchange Commission on October 4, 2022, on September 30, 2022, the Company received a deficiency letter from the Listing Qualifications Department (the "Staff") of the Nasdaq Stock Market ("Nasdaq") notifying the Company that, for the preceding 30 consecutive business days, the closing bid price for the common stock was trading below the minimum \$1.00 per share requirement for continued inclusion on The Nasdaq Capital Market pursuant to Nasdaq Listing Rule 5550(a)(2) (the "Bid Price Requirement"). In accordance with Nasdaq Rules, the Company has been provided an initial period of 180 calendar days, or until March 29, 2023 (the "Compliance Date"), to regain compliance with the Bid Price Requirement. If at any time before the Compliance Date the closing bid price for the Company's common stock is at least \$1.00 for a minimum of 10 consecutive business days, the Staff will provide the Company written confirmation of compliance with the Bid Price Requirement. By effecting the Reverse Stock Split, the Company expects that the closing bid price for the common stock will increase above the \$1.00 per share requirement.

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Item 5.07. Submission of Matters to a Vote of Security Holders.

The information provided in $\underline{\text{Item 5.03}}$ is hereby incorporated into this $\underline{\text{Item 5.07}}$ by reference.

On December 15, 2022, the Company held the above referenced Special Meeting. Stockholders representing 26,233,176.27 shares of the Company's capital stock entitled to vote at the Special Meeting were present in person or by proxy representing 64.8% of the voting shares issued and outstanding on the record date of November 7, 2022 and constituting a quorum to conduct business at the Special Meeting. The following sets forth the matters that were voted upon by the Company's stockholders at the Special Meeting and the voting results for such matters. These matters are described in more detail in the Company's definitive proxy statement on Schedule 14A filed with the Securities and Exchange Commission (the "Commission") on November 16, 2022 (the "Proxy Statement").

At the Special Meeting, stockholders approved the following proposals, which are set forth in their entirety below.

1. **Proposal No. 1:** Approval of an amendment to our Second Amended and Restated Certificate of Incorporation, as amended, to effect a reverse stock split of our issued and outstanding shares of our common stock, par value \$0.0001 per share, by a ratio of between one-for-four to one-for-twenty, inclusive, with the exact ratio to be set at a whole number to be determined by our Board of Directors or a duly authorized committee thereof in its discretion, at any time after approval of the amendment and prior to December 15, 2023:

For Against Abstentions Broker Non-Votes

23,591,815.27 2,588,618 52,743 0

Proposal No. 1 was approved by approximately 58.3% of the aggregate total of the Company's outstanding voting shares as of the record date, and as such Proposal No. 1 was approved by a majority of the issued and outstanding shares of our voting stock entitled to vote at the Special Meeting.

2. **Proposal No. 2:** Approval of the adjournment of the Special Meeting, if necessary, to solicit additional proxies if there are not sufficient votes at the time of the Special Meeting to approve the above proposal:

For	Against	Abstentions	Broker Non-Votes
23,047,400.27	2,542,361	643,415	0

While Proposal No. 2 was approved, because Proposal No. 1 was also approved, the approval of Proposal No. 2 had no effect.

Item 8.01. Other Events

The information provided in <u>Item 5.03</u> is hereby incorporated by reference.

The Company has a registration statement on Form S-3 (File No. 333-265416) and two registration statements on Form S-8 (File No. 333-259918 and File No. 333-266716) on file with the Commission. Commission regulations permit the Company to incorporate by reference future filings made with the Commission pursuant to Sections 13(a), 13(c), 14 or 15(d) of the Securities Exchange Act of 1934, as amended, prior to the termination of the offerings covered by registration statements filed on Form S-8 or Form S-8. The information incorporated by reference is considered to be part of the prospectus included within each of those registration statements. Information in this <u>Item 8.01</u> of this Current Report on Form 8-K is therefore intended to be automatically incorporated by reference into each of the active registration statements listed above, thereby amending them. Pursuant to Rule 416(b) under the Securities Act, the amount of undistributed shares of common stock deemed to be covered by the effective registration statements of the Company described above are proportionately reduced as of the Effective Time to give effect to the Reverse Stock Split.

On December 16, 2022, the Company issued a press release announcing the Reverse Stock Split. A copy of the press release is attached as <u>Exhibit 99.1</u> to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01 Financial Statements, Pro Forma Financial Information and Exhibits.

(d) Exhibits

Exhibit	Description
'	
3.1	Certificate of Amendment of Second Amended and Restated Certificate of Incorporation of 180 Life Sciences Corp., filed with the Secretary of State of Delaware
	on December 15, 2022
99.1	Press Release dated December 16, 2022
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 16, 2022

180 LIFE SCIENCES CORP.

By: /s/ James N. Woody, M.D., Ph.D.

Name: James N. Woody, M.D., Ph.D. Title: Chief Executive Officer State of Delaware Secretary of State Division of Corporations Delivered 01:36 PM 12/15/2022 FILED 01:36 PM 12/15/2022 SR 20224280515 - File Number 6144736

CERTIFICATE OF AMENDMENT OF SECOND AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF 180 LIFE SCIENCES CORP.

180 Life Sciences Corp., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: The name of the corporation is 180 Life Sciences Corp.

SECOND: The original name of the Corporation was KBL Merger Corp. IV. The date on which the Corporation's original Certificate of Incorporation was filed with the Secretary of State of the State of Delaware is September 7, 2016. The Amended and Restated Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on June 2, 2017. The Second Amended and Restated Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on November 6, 2020.

THIRD: The Board of Directors of the Corporation (the "<u>Board</u>"), acting in accordance with the provisions of <u>Sections 141</u> and <u>242</u> of the General Corporation Law of the State of Delaware (the "<u>DGCL</u>"), adopted resolutions approving and deeming advisable an amendment to the Corporation's Second Amended and Restated Certificate of Incorporation, as amended (the "<u>Restated Certificate</u>"), as follows:

<u>RESOLVED:</u> That Article IV of the Second Amended and Restated Certificate of Incorporation of the Corporation be and it hereby is amended to add the following paragraph as follows:

"4.6. Reverse Stock Split of Outstanding Common Stock. Upon this Certificate of Amendment becoming effective pursuant to the General Corporation Law of the State of Delaware (the "Effective Time"), every twenty (20) shares of Common Stock, either issued and outstanding or held by the corporation as treasury stock, in each case immediately prior to the Effective Time (the "Old Common Stock"), shall be automatically reclassified as and converted into one (1) share of Common Stock (the "New Common Stock"). No fractional shares of the New Common Stock shall be issued in connection with the reverse stock split. To the extent any holders of shares of the Old Common Stock are entitled to fractional shares of the New Common Stock as a result of the Reverse Stock Split, the Corporation will issue an additional share of New Common Stock to all holders of fractional shares of the Old Common Stock. Any stock certificate that, immediately prior to the Effective Time, represented shares of the Old Common Stock, shall from and after the Effective Time, automatically and without the necessity of presenting the same for exchange, represent that number of whole shares of New Common Stock into which such shares of Old Common Stock shall have been reclassified pursuant to this Certificate of Amendment. The Reverse Stock Split shall have no effect on the number of authorized shares of capital stock, previously designated series of preferred stock (except to the extent such reverse stock split results in an adjustment to the conversion ratios thereof), or the par value thereof as set forth above in the preceding paragraphs."

RESOLVED: That except as expressly amended hereby no other aspect of such Article IV shall be modified hereby.

FOURTH: The foregoing amendment was submitted to the stockholders of the Corporation for their approval at a special meeting of stockholders which was duly called and held, upon notice in accordance with <u>Section 222</u> of the DGCL, at which meeting the necessary number of shares as required by statute were voted in favor of the amendment. Accordingly, said amendment was duly adopted in accordance with the provisions of <u>Section 242</u> of the DGCL.

FIFTH: This Certificate of Amendment shall become effective on December 19, 2022 at 12:01 A.M. Eastern Time.

IN WITNESS WHEREOF, 180 Life Sciences Corp. has caused this certificate to be signed by Ozan Pamir, its Interim Chief Financial Officer, this 15th day of December 2022.

180 LIFE SCIENCES CORP.

/s/ Ozan Pamir
Ozan Pamir
Interim Chief Financial Officer

180 LIFE SCIENCES CORP. ANNOUNCES 1-FOR 20 REVERSE STOCK SPLIT AS PART OF NASDAQ COMPLIANCE PLAN

PALO ALTO, Calif., December 16, 2022 -- 180 Life Sciences Corp. (NASDAQ: ATNF) ("180 Life Sciences" or the "Company"), today announced that it will effect a one-for-20 reverse stock split ("reverse split") of its common stock, \$0.0001 par value per share ("Common Stock"), that will become effective on December 19, 2022 at 12:01 a.m. EST. The shares of the Company's common stock are expected to begin trading on the NASDAQ Capital Market ("NASDAQ") on a post-split basis on December 19, 2022. No change was made to the trading symbol for the Company's shares of common stock or public warrants, "ATNF" and "ATNFW", respectively, in connection with the reverse split.

The Company expects that the reverse stock split will allow the Company to regain compliance with the \$1.00 minimum bid price requirement of the Nasdaq Capital Market. The new CUSIP number for the Common Stock following the reverse split will be 68236V203.

At the Company's special meeting of stockholders held on December 15, 2022 (the "Special Meeting"), the Company's stockholders approved the proposal to authorize the Company's Board of Directors (the "Board"), in its sole and absolute discretion, to file a certificate of amendment (the "Amendment") to the Company's articles of incorporation to, among other things, effect the reverse split at a ratio to be determined by the Board, ranging from one-for-four to one-for-20. On December 15, 2022, the Board approved the reverse split at a ratio of one-for-20 and the Amendment was filed with the Secretary of State of Delaware, which became effective upon receipt by the Delaware Secretary of State, with the reverse to become effective at the date and time described above.

The reverse split will effect all issued and outstanding shares of Common Stock. All outstanding options, warrants, and other securities entitling their holders to purchase or otherwise receive shares of Common Stock will be adjusted as a result of the reverse split, as required by the terms of each security. The number of shares available to be awarded under the Company's equity incentive plans will also be appropriately adjusted. Following the reverse split, the par value of the Common Stock will remain unchanged at \$0.0001 par value per share. The reverse split will not change the authorized number of shares of Common Stock or preferred stock. No fractional shares will be issued in connection with the reverse split, and stockholders who would otherwise be entitled to receive a fractional share will instead receive one whole share of Common Stock in lieu of such fractional share.

The reverse split will reduce the number of shares of Common Stock issued and outstanding from approximately 40.5 million to approximately 2.0 million.

Additional information regarding the reverse stock split is available in the Company's definitive proxy statement originally filed with the U.S. Securities and Exchange Commission (SEC) on November 16, 2022 and the Current Report on Form 8-K filed today with the SEC.

About 180 Life Sciences Corp.

180 Life Sciences Corp. is a clinical-stage biotechnology company driving ground-breaking studies into clinical programs which are seeking to address major unmet medical needs. The Company's focus is a novel program to treat several inflammatory disorders using anti-TNF (tumor necrosis factor).

Forward-Looking Statements

This press release includes "forward-looking statements", including information about management's view of the Company's future expectations, plans and prospects, within the safe harbor provisions provided under federal securities laws, including under The Private Securities Litigation Reform Act of 1995 (the "Act"). Words such as "expect," "estimate," "project," "budget," "forecast," "anticipate," "intend," "plan," "may," "will," "could," "should," "believes," "predicts," "potential," "continue" and similar expressions are intended to identify such forward-looking statements. These forward-looking statements involve significant risks and uncertainties that could cause the actual results to differ materially from the expected results and, consequently, you should not rely on these forward-looking statements as predictions of future events. These forwardlooking statements and factors that may cause such differences include, without limitation, statements regarding the timing of our planned marketing approval application (MAA), our ability to obtain approval and acceptance thereof, the willingness of UK Medicines and Healthcare products Regulatory Agency (MHRA) to review such MAA, and our ability to address outstanding comments and questions from the MHRA; statements about the ability of our clinical trials to demonstrate safety and efficacy of our product candidates, and other positive results; the uncertainties associated with the clinical development and regulatory approval of 180 Life Science's drug candidates, including potential delays in the enrollment and completion of clinical trials, issues raised by the U.S. Food and Drug Administration (FDA) and MHRA; the ability of the Company to persuade MHRA that chosen endpoints do not require further validation; timing to complete required studies and trials, and timing to obtain governmental approvals; the accuracy of simulations and the ability to reproduce the outcome of such simulations in real world trials; 180 Life Sciences' reliance on third parties to conduct its clinical trials, enroll patients, and manufacture its preclinical and clinical drug supplies; the ability to come to mutually agreeable terms with such third parties and partners, and the terms of such agreements; estimates of patient populations for 180 Life Sciences planned products; unexpected adverse side effects or inadequate therapeutic efficacy of drug candidates that could limit approval and/or commercialization, or that could result in recalls or product liability claims; 180 Life Sciences' ability to fully comply with numerous federal, state and local laws and regulatory requirements, as well as rules and regulations outside the United States, that apply to its product development activities; the timing of filing, the timing of governmental review, and outcome of, planned Investigational New Drug (IND) applications for drug candidates; current negative operating cash flows and a need for additional funding to finance our operating plans; the terms of any further financing, which may be highly dilutive and may include onerous terms, increases in interest rates which may make borrowing more expensive and increased inflation which may negatively affect costs, expenses and returns; statements relating to expectations regarding future agreements relating to the supply of materials and license and commercialization of products; the availability and cost of materials required for trials; the risk that initial drug results are not predictive of future results or will not be able to be replicated in clinical trials or that such drugs selected for clinical development will not be successful; challenges and uncertainties inherent in product research and development, including the uncertainty of clinical success and of obtaining regulatory approvals; uncertainty of commercial success; the inherent risks in early stage drug development including demonstrating efficacy; development time/cost and the regulatory approval process; the progress of our clinical trials; our ability to find and enter into agreements with potential partners; our ability to attract and retain key personnel; changing market and economic conditions; our ability to produce acceptable batches of future products in sufficient quantities; unexpected manufacturing defects; manufacturing difficulties and delays; competition, including technological advances, new products and patents attained by competitors; challenges to patents; product efficacy or safety concerns resulting in product recalls or regulatory action; changes in behavior and spending patterns of purchasers of health care products and services; changes to applicable laws and regulations, including global health care reforms; expectations with respect to future performance, growth and anticipated acquisitions; the continued listing of the Company's securities on The NASDAQ Stock Market; expectations regarding the capitalization, resources and ownership structure of the Company; expectations with respect to future performance, growth and anticipated acquisitions; the ability of the Company to execute its plans to develop and market new drug products and the timing and costs of these development programs; estimates of the size of the markets for its potential drug products; the outcome of current litigation involving the Company; potential future litigation involving the Company or the validity or enforceability of the intellectual property of the Company; global economic conditions; geopolitical events and regulatory changes; the expectations, development plans and anticipated timelines for the Company's drug candidates, pipeline and programs, including collaborations with third parties; access to additional financing, and the potential lack of such financing; and the Company's ability to raise funding in the future and the terms of such funding; and the effect of rising interest rates and inflation, and economic downturns and recessions. These risk factors and others are included from time to time in documents the Company files with the Securities and Exchange Commission, including, but not limited to, its Form 10-Ks, Form 10-Qs and Form 8-Ks, and including the Annual Report on Form 10-K for the year ended December 31, 2021, and Quarterly Report on Form 10-Q for the quarter ended September 30, 2022, and future SEC filings. These reports and filings are available at www.sec.gov and are available for download, free of charge, soon after such reports are filed with or furnished to the SEC, on the "Investors".—"SEC Filings".—"All SEC Filings" page of our website at www.180lifesciences.com. All subsequent written and oral forward-looking statements concerning the Company, the results of the Company's clinical trial results and studies or other matters and attributable to the Company or any person acting on its behalf are expressly qualified in their entirety by the cautionary

statements above. Readers are cautioned not to place undue reliance upon any forward-looking statements, which speak only as of the date made, including the forward-looking statements included in this press release, which are made only as of the date hereof. The Company cannot guarantee future results, levels of activity, performance or achievements. Accordingly, you should not place undue reliance on these forward-looking statements. The Company does not undertake or accept any obligation or undertaking to release publicly any updates or revisions to any forward-looking statement to reflect any change in its expectations or any change in events, conditions or circumstances on which any such statement is based, except as otherwise provided by law.

Investors:

Jason Assad Director of IR 180 Life Sciences Corp (678) 570-6791 Jason@180lifesciences.com