MYDECINE INNOVATIONS GROUP INC.

("Mydecine", the "Corporation" or, the "Issuer")

Suite 810 - 789 West Pender Street
Vancouver, BC
V6C 1H2

CSE FORM 2A
LISTING STATEMENT

October 2, 2023

The Corporation, through its research partners, conducts research and development on psilocybin mushrooms, MDMA and products that may contain psychedelic compounds in Canada and the United States with a focus on developing and commercializing psychedelic-inspired regulated medicines. While the Corporation is focused on developing products using psychedelic compounds, the Corporation does not have any direct or indirect involvement with the illegal selling, production or distribution of any substances in the jurisdictions in which it operates. The Corporation does not directly deal with psychedelic substances and will only do so through agents within laboratory and clinical trial settings conducted within approved regulatory frameworks in the jurisdictions in which it operates. The Corporation's products that contain psychedelic compounds will not be commercialized prior to applicable regulatory approval, which will only be granted if clinical evidence of safety and efficacy for the intended uses is successfully developed.

The Corporation does not advocate for the legalization of psychedelic substances for recreational purposes and does not deal with psychedelic substances except within laboratory and clinical trial settings conducted within approved regulatory frameworks.

The Canadian federal government regulates drugs through the Controlled Drugs and Substances Act (Canada) (the "CDSA"), which places controlled substances in a schedule. Under the CDSA, psilocybin and MDMA are currently Schedule III drugs. CDSA prohibits the possession, sale or distribution of a Schedule III drug absent authorization under the CDSA or a related regulation (either via a license or an authorized exemption). It is a criminal offence to possess substances under the CDSA without a prescription. Health Canada has not approved psilocybin or MDMA as a drug. It is anticipated that all of the Corporation's psilocybin and/or MDMA related activities in Canada will be carried out in partnership with Applied Pharmaceutical Innovation, major hospitals or major institutions (in Canada) under licenses held by and exemptions afforded to such partners to legally handle and administer such drugs.

In the United States, psilocybin and MDMA are Schedule I drugs under the Controlled Substances Act (21 U.S.C. § 811) (the "CSA"). It is currently illegal under federal United States law to possess, produce and sell psilocybin and/or MDMA. There are currently no federally recognized medical uses in the United States for psilocybin and/or MDMA. The Food and Drug Administration (the "FDA") has approved certain trails for the study of psilocybin and MDMDA, however, these drugs are still currently illegal under federal law.

The Corporation's operations are conducted in strict compliance with local laws where such activities are permissible and do not require any specific legal or regulatory approvals. The Corporation oversees and monitors compliance with applicable Canadian and United States laws in which it operates. In addition to the Corporation's senior executives and the employees responsible for overseeing compliance, the Corporation has local regulatory/compliance counsel engaged in every jurisdiction (provincial, state and local) in which it operates.

For these reasons, the Corporation may be: (a) subject to heightened scrutiny by regulators, stock exchanges, clearing agencies and other U.S. and Canadian authorities; (b) susceptible to regulatory changes or other changes in law; and (c) subject to risks related to drug development, among other things. See "*Regulatory Overview*" for additional information.

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DOCUMENTS INCORPORATED BY REFERENCE

This listing statement (the "**Listing Statement**") incorporates the following documents by reference herein:

- The annual information form of the Corporation dated March 31, 2023 (the "**AIF**"), which was filed on SEDAR+ on March 31, 2023.
- The Corporation's management information circular dated April 4, 2023 (the "**Circular**"), which was filed on SEDAR+ on April 14, 2023.
- The Corporation's Prospectus Supplement dated September 15, 2023 (the "**September Prospectus Supplement**"), which was filed on SEDAR+ on September 15, 2023.
- The Corporation's audited financial statements for the years ended December 31, 2022, and December 31, 2021, which was filed on SEDAR+ on March 31, 2023.
- The Corporation's Management Discussion and Analysis ("**MD&A**") for the years ended December 31, 2022 and 2021, which was filed on SEDAR+ on March 31, 2023.
- The Corporation's interim unaudited condensed financial statements for the three and six months ended June 30, 2023 and 2022, which was filed on SEDAR+ on August 14, 2023.
- The Corporation's interim MD&A for the three and six months ended June 30, 2023 and 2022, which was filed on SEDAR+ on August 14, 2023.

Certain disclosure has been included in this Listing Statement that is in addition to the information contained in the documents incorporated by reference to comply with the Exchange disclosure requirements in Form 2A and to supplement certain information contained in the documents. See Table of Concordance.

Capitalized terms used but not otherwise defined in this Listing Statement have the meanings ascribed thereto in the AIF, Circular and Prospectus Supplement, as applicable.

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ADDITIONAL LISTING STATEMENT DISCLOSURE

(a) Item 2. Corporate Structure

Corporate Structure

Subsidiary Name	Ownership by Mydecine	Jurisdiction of Incorporation
1220611 B.C. Ltd.	100%	British Columbia
NeuroPharm Inc.	100%	Canada

(b) Item 4. Narrative Description of the Business

General Development of the Business

Overview

The Corporation is an emerging biotech and life sciences company focused on developing and commercializing innovative solutions for treating mental health problems and enhancing wellbeing. Currently, the Corporation is focused on addressing post traumatic stress disorders ("**PTSD**") as well as drug and alcohol addiction through novel psychedelic therapeutics. The Corporation's medical and scientific advisory board is building out a research and development pipeline of naturally sourced psychedelic-assisted therapeutics, novel compounds, therapy protocols and unique delivery systems. The Corporation's approach is focused on the commercialization of the next generation of psychedelic medicines.

The Corporation is focused on discovering and developing innovative small molecule psychedelic drugs primarily derived from psilocybin and MDMA pursuant to its relationship with Applied Pharmaceutical Innovation ("**API**"). API is located in Alberta, Canada, and it is expected that all operations with API will be solely with hospitals or institutions located in Canda. In the United States, the Corporation maintains a relationship with Johns Hopkins University School of Medicine ("**JHU**") and is a party to a Master Agreement (as defined herein), which sets out the funding requirements and overall framework for clinical and pre-clinical trials between the parties. Each clinical or pre-clinical trial under the Master Agreement will be implemented by the Corporation and JHU entering into individual project agreements (each, an "**IPA**"), with each IPA detailing the clinical or pre-clinical trial's objectives, terms and conditions. It is expected that all future IPAs will focus on addressing PTSD and drug and alcohol addiction through novel psychedelic therapeutics, furthering the Corporations stated objectives as of the date of this Listing Statement. There are currently no active IPAs (see *Clinical Trials*) with JHU. Having no active trials does not violate the commitments of the Master Agreement (as defined herein), so long as the Corporation meets its funding commitments, which the Corporation is at the date of this Listing Statement.

As of the date of this Listing Statement, the Corporation exclusively operates with its partners in Canada and the United States and does not have any other active operations in any other jurisdictions.

Incorporation and Corporate History

The Corporation was incorporated under the Business Corporations Act (*British Columbia*) on September 27, 2013, under the name 0981624 B.C. Ltd. The Corporation subsequently changed its name to New Age Brands Inc. on November 14, 2018; to NewLeaf Brands Inc. on April 2, 2019; and to Mydecine Innovations Group Inc. on June 5, 2020. The Corporation's head office and registered and records office is located at Suite 810 – 789 West Pender Street, Vancouver, British Columbia V6C 1H2.

On April 13, 2022, the completed a reverse stock split, exchanging fifty pre-consolidation common shares in the capital of the Corporation (each, a "**Common Share**") for one post-consolidation Common Share (the "**Consolidation**").

Intellectual Property

As of the date of this listing statement, the Corporation is primarily focused on discovering and developing innovative small molecule, psychedelic drugs, with its lead drug candidates being MYCO-001, MYCO-004, MYCO-005, MYCO-006 and MYCO-007 (collectively, the "**MYCO Candidates**") which are forms of purified psilocybin or MDMA.

MYCO001 is a synthetic psilocybin drug product, which is the traditional generation 1 psilocybin in synthetic form. MYCO-004 represents a family of molecules that are prodrugs (meaning that they turn into an active form once they enter the body of the person) of psilocybin, MYCO-004 was designed to increase the permeability of traditional psilocybin by increasing certain lipophilic properties. This allows the drug to be delivered via alternative, potentially more efficient methods such as a patch on the individual's body. MYCO-004 was developed to reduce certain unwanted side effects and reduce variability associated with Generation 1 psilocybin. MYCO-005 represents a family of psilocybin derivatives, which are designed to have receptor selectivity as well as increased stability of the active metabolite psilocybin. MYCO - 006 and 007 represent families of molecules that are based on MDMA molecules. MYCO -006 and MYCO – 007 has been developed in order to reduce the overall acute experience time of Generation 1 MDMA by increasing the metabolism properties of the drug.

The Corporation's mission is to address the limitations associated with generation 1 psychedelics. Generation 1 psychedelics are well known recreational dugs such as LSD, Psilocybin or MDMA which are characterized as having a long half-life and eliciting strong psychedelic experiences. Generation 2 iterations of these classes of drugs use the Generation 1 molecules as molecular blueprints and make purposeful changes at the molecular level to adjust various characteristics such as half-life and potency, with the intended result of developing novel and improved Generation 2 drugs derived from their Generation 1 counterparts.

Target Market and Commercialization

One of the key areas of focus for Mydecine is the treatment of PTSD and drug and alcohol addiction. Mydecine views these conditions as significant public health concerns and believes that psychedelics have the potential to yield promising results in the treatment of PTSD and drug and alcohol addiction. The long half-life and potency of traditional Generation 1 psychedelics limits their ability to be integrated into the existing medical infrastructure in a meaningful way. Mydecine aims to address these issues with their novel MYCO Candidates.

The Corporation's MYCO Candidates are being developed by API (with development being overseen and directed by the Corporation's contracted medicinal chemistry team and strategic partners) in order to overcome limitations inherent in generation 1 drugs. By making purposeful improvements to generation 1 drugs, the Corporation is aiming to make the MYCO Candidates adaptable to the existing medical infrastructure and ultimately commercialization. The MYCO Candidates being developed by Mydecine in connection with API are being optimized to improve safety and efficacy with the aim of making them more attractive to the medical community.

The Corporation believes that the market for PTSD and drug and alcohol addiction treatment is significant and believes that there is a need for new, innovative and improved drugs in these spaces. The Corporation is working to develop, in partnership with API, a more effective treatment options for patients with PTSD and drug and alcohol addition.

In addition to the PTSD and drug and alcohol addiction market, the MYCO Candidates may have other potential therapeutic applications. The Corporation, through Its partnership with API and its contracted medicinal chemistry team and strategic partners, have the potential to look at a variety of other indications and medical application that are yet to be studied, such as pain relief or chronic inflammation.

If the Corporation develops strong MYCO Candidate(s) or other candidate molecule(s) that they believe provides a path to commercialization, the Corporation intends on licensing, selling to third-parties or entering into joint-ventures to further develop such MYCO Candidate(s) or other candidate molecule(s).

Commercialization will be dependant on research and development as well as finding suitable pathways and partners for commercialization.

Recent Developments

On May 19, 2023, the Corporation filed a shelf prospectus supplement (the "**May Prospectus Supplement")** to the Corporation's Final Short Form Base Shelf Prospectus for the province of Québec and Amended and Restated Final Short Form Base Shelf Prospectus for each of the provinces of Canada except Québec, each dated January 28, 2022. The May Prospectus Supplement qualified the distribution of up to 15,151,515 Common Shares at a price of $0.33 per Common Share for aggregate proceeds of up to $5,000,000. The Common Shares are being offered and sold pursuant to a share subscription agreement dated March 10, 2023 (the "**Subscription Agreement**") between the Corporation and OpenSky Opportunities Fund Ltd. (the "**Investor**"). Pursuant to the Subscription Agreement, the Corporation has the right to cause the Investor to subscribe for $10,000,000 in Common Shares, in a series of closings, on the terms and subject to the conditions set out in the Subscription Agreement. Under the Subscription Agreement, the Corporation has the right to cause the Investor to subscribe for Common Shares until the earlier of March 10, 2024, or the date upon which the draw amount maximum of $10,000,000 is reached. The Corporation must issue notice to the Investor prior to each draw, and not more than one draw per calendar month is permitted under the Subscription Agreement. There is no limit on the amount of funds that the Corporation can draw per calendar month under the Subscription Agreement. While the Subscription Agreement is set to expire on March 10, 2024, the Corporation maintains the ability to renegotiate the expiration date of the Subscription Agreement or enter into a new arrangement with OpenSky. However, there is no guarantee that the Corporation will successfully negotiate an extension or new arrangement with OpenSky. See *Risk Factors.*

On May 29, 2023, the Corporation announced the closing of the first tranche of the May Prospectus Supplement resulting in the issuance of 1,515,151 Common Shares at a price of $0.33 per Common Share for aggregate gross proceeds of $500,000.00. The Corporation also announced the appointment of Mr. Todd Heinzl to the board of directors of the Corporation.

On July 5, 2023, the Corporation announced that the shareholders of the Corporation (collectively, the "**Shareholders**"), at a special meeting of Shareholders (the "**Special Meeting**"), voted in favour to approve and authorize the repricing of the conversion price of the convertible secured subordinated debenture dated December 9, 2021 (the "**2021 Debenture**") in the principal amount of $5,500,000 issued to a Shareholder of the Corporation. The conversion price of the 2021 Debenture was amended from $0.17 per Common Share to $0.35 per Common Share (the "**Debenture Amendments**"). In connection with the Debenture Amendments, the Shareholders also approved the repricing of certain warrants issued in connection with the 2021 Debenture (the "**Debenture Warrants**"), such that the Debenture Warrants which were initially exercisable at a price of $0.17 per Debenture Warrant are exercisable for a price of $0.35 per Debenture Warrant (the "**Warrant Amendments**").

On July 21, 2023, Todd Heinzl resigned as a director of the Corporation and John Ross was appointed as corporate secretary of the Corporation.

On August 30, 2023, the Corporation accounted the conditional listing approval of the CSE for the listing of the Corporation's Common Shares under the trading symbol "MYCO".

On September 15, 2023, the Corporation filed a shelf prospectus supplement (the "**September Prospectus Supplement**") to the Corporation's Final Short Form Base Shelf Prospectus for the province of Québec and Amended and Restated Final Short Form Base Shelf Prospectus for each of the provinces of Canada except Québec, each dated January 28, 2022. The September Prospectus Supplement qualified the distribution of up to 18,750,000 Common Shares at a price of $0.20 per Common Share for aggregate proceeds of up to $3,750,000. The Common Shares were offered and sold pursuant to share subscription agreements dated September 15, 2023 (the "**September Subscription Agreements**") between the Corporation and certain investors (the "**September Offering**"). The Corporation has and expects to use the funds received from the September Offering, as disclosed in the Prospectus Supplement (which is incorporated by reference to this Listing Statement), namely: to assist in the transition from the NEO

Exchange to the CSE, settle outstanding fees owed to the NEO Exchange, to fund and develop the Corporation's research and development initiatives, intellectual property portfolio, its clinical trials and research partnerships, its continued development and drug pipeline and for general working capital purposes.

On September 19 and September 20, 2023, the Company announced the closing of the September Offering.

Business Objectives of the Corporation for the Forthcoming 12-month Period

In the forthcoming 12-month period, the Corporation will focus on:

Drug Discovery Program

The Corporation has discovered and developed several families of novel molecules in which have been named MYCO-001, MYCO-004, MYCO-005, MYCO-006 and MYCO-007 in exclusive partnership with API. The initial term of the agreement with API expired May 23, 2023, however, the Corporation is in the process of extending the agreement with API until May 23, 2026 (the "**Extension**"). While the Extension is being negotiated, the Corporation and API have been utilizing work orders relating to the molecule families. Each family of novel molecules are believed to have enhanced safety and efficacy profiles. The Corporation expects to work with a pre-clinical team at the University of Alberta to work these molecules through the Investigational New Drug ("**IND**") enabling stage.

Pre-Clinical Studies

The Corporation will continue to complete several pre-clinical studies encompassing multiple indications, namely: (a) various animal behavioral models on the MYCO-006 family of molecules. (b) pre-IND and IND enabling studies on MYCO-006; and (c) various non-clinical and pre-clinical studies on the MYCO Candidate family of molecules.

Clinical Trials

The Corporation will continue to satisfy its requirements under its year master research and collaboration agreement (the "**Master Agreement**") with JHU dated August 3, 2021. The Master Agreement provides a framework for the Corporation and JHU to collaborate to conduct research projects which are of mutual benefit to both parties (individually, a "**Project**" and collectively, the "**Projects**"). In consideration for the overall collaborative relationship between the Corporation and JHU under the Master Agreement, the Corporation has agreed to provide at least US$1,000,000 cumulative funding (the "**Funding Requirement**") to JHU as specifically allocated for Projects under one or more IPAs and as mutually agreed between the parties. The Master Agreement will expire on August 3, 2026, unless extended by written agreement of the Corporation and JHU. Further, either party may terminate the Master Agreement at any time with a minimum of ninety (90) days prior written notice. The Corporation does not currently have any IPA's with JHU. The Corporation is in good standing under the Master Agreement and is meeting all required funding requirements pursuant to the Master Agreement. Having no active trials does not violate the commitments of the Master Agreement. As of the date of the Listing Statement, the Corporation has provided approx. US$400,000 to JHU under the Funding Requirement.

The Corporation will continue its partnership and sponsored research with API focused on both the screening of potential serotonin agonists and discovery of novel molecular structures in the same category, in conjunction with the University of Alberta. The Corporation will continue to expand and enhance synthetic drug production capacity above prior contracted levels and increase the speed and breadth of the production of research compounds.

In addition, the Corporation will continue to work on its artificial intelligence and machine learning ("**AI/ML**") component to enhance its drug discovery pipeline. The new AI/ML component is expected to both generate new patentable compounds and enhance the screening of compounds currently under review.

Regulatory Overview

In Canada, psilocybin and MDMA are considered a controlled substance under Schedule III of the *Controlled Drugs and Substances Act* (Canada) ("**CDSA**") meaning activities such as sale, possession, and production etc. of these substances are prohibited unless authorized for clinical trial or research under the Food and Drugs Act (Canada). The possession, sale or distribution of controlled substances is prohibited unless specifically permitted by the government. Penalties for contravention of the CDSA related to Schedule I substances are the most punitive, with Schedule II being less punitive than Schedule I, Schedule III being less punitive than Schedule I and II and so forth.

Products that contain controlled substances such as psilocybin and MDMA cannot be made, transported or sold without proper authorization from the government. A party can apply for a Dealer's License under the Food and Drug Regulations (Part J). In order to qualify as a licensed dealer, a party must meet all regulatory requirements mandated by the regulations including having compliant facilities, compliant materials and staff that meet the qualifications under the regulations of a senior person in charge and a qualified person in charge. Assuming compliance with all relevant laws (CDSA, Food and Drugs Regulations) and subject to any restrictions placed on the license by Health Canada, an entity with a Dealer's License may produce, assemble, sell, provide, transport, send, deliver, import or export a restricted drug (as listed in Part J in the Food and Drugs Regulations – which includes psilocybin, psilocin and MDMA) (see s. J.01.009 (1) of the Food and Drug Regulations).

Natural health products ("**NHPs**") are regulated by Health Canada under the Natural Health Products Regulations. Under these regulations, a NHP can include an extract or isolate of a substance from an organism such as a fungus if the primary molecular structure of the extract or isolate is identical to that which it had prior to its extraction or isolation. In order to manufacture a NHP in Canada, a party must obtain a Site License in accordance with Part 2 of the Natural Health Products Regulations. In order to sell a NHP in Canada, a party must obtain a product license in accordance with Part 1 of the Natural Health Products Regulations. Once approved, the regulations require detailed record keeping and recall protocols in the event of adverse events.

Drug products in Canada are regulated by Health Canada under the *Food and Drugs Act* (Canada) and Food and Drugs Regulations. Health Canada regulates, among other things, research and development activities and the testing, approval, manufacture, quality control, safety, effectiveness, labeling, storage, record keeping, advertising and promotion of any product candidates or commercial products.

In order to conduct any scientific research, including pre-clinical and clinical trials, using psychoactive compounds listed as controlled substances under the CDSA, an exemption under Section 56 of the CDSA ("**Section 56 Exemption**") is required. This exemption allows the holder to possess and use the controlled substance without being subject to the restrictions set out in the CDSA. The Corporation has not applied for a Section 56 Exemption from Health Canada. The possession, sale or distribution of controlled substances is prohibited unless specifically permitted by the government. A party may seek government approval for a Section 56 Exemption to allow for the possession, transport or production of a controlled substance for medical or scientific purposes. Products that contain a controlled substance such as psilocybin cannot be made, transported or sold without proper authorization from the government. A party can apply for Dealer's License under the Food and Drug Regulations (Part J). In order to qualify as a licensed dealer, a party must meet all regulatory requirements mandated by the regulations including having compliant facilities, compliant materials and staff that meet the qualifications under the regulations of a senior person in charge and a qualified person in charge. Assuming compliance with all relevant laws (Controlled Drugs and Substances Act, Food and Drugs Regulations) and subject to any restrictions placed on the license by Health Canada, an entity with a Dealer's License may produce, assemble, sell, provide, transport, send, deliver, import or export a restricted drug.

It is anticipated that all of the Corporation's psilocybin and MDMA activities in Canada will be carried out in partnership with API, major hospitals or major institutions under licenses held by and exemptions afforded to such partners to legally handle and administer psilocybin and MDMA. The studies with API do not involve the handling of psilocybin or MDMA and, therefore, no licenses are required by the applicable research

partner to carry out the study. The Corporation has itself not applied for a Section 56 exemption from Health Canada.

In the United States, the potential reclassification of psilocybin, psilocin and MDMA could create additional regulatory burdens on our operations and negatively affect our results of operations. In the United States, psilocybin, psilocin and MDMA are Schedule I drugs under the Controlled Substance Act (21 U.S.C. § 811) (the "**CSA**"). If psilocybin, psilocin or MDMA, other than the formulation approved by the United States Food and Drug Administration ("**FDA**"), is rescheduled under CSA as a Schedule II or lower controlled substance (i.e., Schedule III, IV or V), the ability to conduct research on psilocybin, psilocin or MDMA would most likely be improved. However, rescheduling psilocybin, psilocin and MDMA may materially alter enforcement policies across many federal agencies, primarily the FDA and the Drug Enforcement Administration ("**DEA**"). The FDA is responsible for ensuring public health and safety through regulation of food, drugs, supplements, and cosmetics, among other products, through its enforcement authority pursuant to the Federal Food, Drug and Cosmetic Act (U.S.) ("**FD&C Act**"). The FDA's responsibilities include regulating the ingredients as well as the marketing and labeling of drugs sold in interstate commerce. Because it is currently illegal under federal law to produce and sell psilocybin, psilocin and MDMA, and because there are no federally recognized medical uses, the FDA has historically deferred enforcement related to psilocybin, psilocin and MDMA to the DEA. If psilocybin, psilocin and/or MDMA were to be rescheduled to a federally controlled, yet legal, substance, the FDA would likely play a more active regulatory role. The DEA would continue to be active in regulating manufacturing, distribution and dispensing of such substances. The potential for multi-agency enforcement post-rescheduling could threaten or have a materially adverse effect on our business.

Milestones

API Extension

The Corporation will continue to negotiate and settle the definitive terms relating to an Extension with API to govern the terms of the commercial engagement.

Drug Discovery Program

The Corporation will continue to progress its Drug Discovery Program in partnership with API. The Corporation will also work with a pre-clinical team at the University of Alberta to work these molecules through the IND enabling stage.

Pre-Clinical Studies

The Corporation will continue to progress its pre-clinical studies to their necessary conclusion. The Corporation has worked with applicable partners to increase the staff resources needed to move the pre-clinical studies to their next milestones.

Clinical Trials

Pursuant to the Master Agreement, the Corporation and JHU will continue to explore all financial terms, regulatory issues, and plans for dissemination of results of the collaborative research for all future Projects, and to document specific terms and funding in a fully executed individual project agreement.

Total Funds Available

As of August 31, 2023, the Corporation had a working capital deficiency of approximately $4,650,427 and, pursuant to the Subscription Agreement, has the ability to raise up to approx. $8,500,000 as of the date of the Listing Statement. While the Subscription Agreement is set to expire on March 10, 2024, the Corporation maintains the ability to renegotiate the expiration date of the Subscription Agreement or enter into a new arrangement with OpenSky. However, there is no guarantee that the Corporation will successfully negotiate an extension or new arrangement with OpenSky. See *Risk Factors*.

The September Offering was completed pursuant to the September Prospectus Supplement and is unrelated to the Subscription Agreement. The Corporation has used certain of the funds raised pursuant to the September Offering, as disclosed in the September Prospectus Supplement (which is incorporated by reference to this Listing Statement) in order to assist in the transition from the NEO Exchange to the CSE, settle outstanding fees owed to the NEO Exchange, to fund and develop the Corporation's research and development initiatives, intellectual property portfolio, its clinical trials and research partnerships, its continued development and drug pipeline and for general working capital purposes. As of the date of this Listing Statement, the balance of unallocated funds from the September Offering is approx. $500,000.00.

The Corporation intends to use its available funds to fund and develop the Corporation's intellectual property portfolio, its clinical trials and research partnerships, its continued development and drug pipeline and for general working capital purposes over the next twelve months, as follows.

Principal Purposes of Funds

Use of Funds	Amount ($)
API Extension	50,000
Drug Discovery	1,400,000
Pre-Clinical	250,000
Clinical Trials	500,000
Estimated Corporate and Administrative Costs[1]	600,000
Unallocated General Working Capital	1,549,573
Total	4,349,573

Notes:
1. General and administrative costs for the next 12 months are expected to comprise: legal fees of $200,000, audit and accounting fees of $50,000, executive management fees and consulting costs of $100,000 stock exchange fees, filing fees, transfer agent costs, corporate expenses, and insurance of $150,000, and other professional and consultant fees of $100,000.

(c) Item 5 - Selected Consolidated Financial Information

The Corporation's Annual Information

The following table sets forth selected financial information for the Corporation for the years ended December 31, 2020, 2021 and 2022 and are set out in Canadian Dollars ($CA). Such information is derived from the financial statements of Mydecine and should be read in conjunction with such financial statements. All financial information set forth in the table can be found on the Corporation's SEDAR+ profile.

	For the Years Ended December 31		
Operating Data:	**2022**	**2021**	**2020**
Total revenues	Nil	7,493	2,617
Total expenses	(17,476,414)	(23,252,567)	(11,755,890)
Net loss for the year	(11,566,676)	(28,897,399)	(26,949,327)
Basic and diluted loss per share	(1.34)	(0.12)	(0.24)
Balance Sheet Data:			
Total assets	6,900,858	7,580,702	9,531,131
Total liabilities	10,500,761	7,369,383	5,970,432

The Corporation's Quarterly Information

The results for each of the eight most recently completed quarters of the Corporation ending at the end of the most recently competed year end, being December 31, 2022, are summarized below:

Quarter Ended	Revenue	Income (Loss)	Income (Loss) per Share
December 31, 2022	Nil	(94,398)	(0.01)
September 30, 2022	Nil	(3,322,347)	(0.35)
June 30, 2022	Nil	(2,512,045)	(0.35)
March 31, 2022	Nil	(5,637,886)	(1.20)
December 31, 2021	Nil	(10,881,186)	(2.09)
September 30, 2021	Nil	(4,492,414)	(0.94)
June 30, 2021	Nil	(8,305,842)	(1.75)
March 31, 2021	Nil	(5,156,523)	(1.26)

Foreign GAAP

This item does not apply to the Corporation.

(d) Item 6 - Management's Discussion and Analysis

The Corporation's MD&A for the years ended December 31, 2022 and 2021 can be found on the Corporation's SEDAR+ profile. The Corporation's interim MD&A for the three and six months ended June 30, 2023 and 2022, can be found on the Corporation's SEDAR+ profile.

(e) Item 7 – Market for Securities

Trading Price and Volume

The Corporation's shares were listed on the CSE on August 18, 2014 and delisted therefrom at the request of the Corporation on March 22, 2021 when they migrated to NEO. In connection with the current application, the Corporation's shares are migrating back to the CSE and being delisted from NEO. The shares also trade on the OTC Pink Sheets and the Frankfurt Stock Exchange. The following sets out trading statistics derived form the NEO.

Month/Year	High ($)	Low ($)	Volume
September 1 – September 26	0.225	0.115	8,284,504
August 2023	0.235	0.15	1,623,035
July 2023	0.24	0.15	1,566,789
June 2023	0.235	0.185	1,534,419
May 2023	0.40	0.19	2,066,514
April 2023	0.82	0.31	3,715,272
Q1 2023 – January 1, 2023 to March 31, 2023	0.64	0.42	3,329,844
Q4 2022 – October 1, 2022 to December 31, 2022	0.72	0.405	3,146,174
Q3 2022 – July 1, 2022 to September 30, 2022	0.90	0.53	2,141,154
Q2 2022– April 1, 2022 to June 30, 2022	0.80	0.66	3,201,670
Q1 2022 – January 1, 2022 to March 31, 2022	14.75	4.50	735,250
Q4 2021 – October 1, 2021 to December 31, 2021	20.00	6.50	798,822
Q3 2021 – July 1, 2021 to September 30, 2021	30.00	15.75	981,033

(f) Item 8 – Consolidated Capitalization

Security	Amount Authorized or to be Authorized	Outstanding as of December 31, 2022	Outstanding as of the date of the September 26, 2023
Shares	Unlimited	14,895,612	45,207,458
Stock Options (1)	20% of the issued and outstanding	-	243,863
Convertible Debenture (2)	Unlimited	715,488(3)	18,293,151(4)
Warrants (5)	Unlimited	4,165,482	4,071,478(6)(7)

Notes:

(1) Terms of the Corporation's Equity Incentive Plan have been amended and approved at the Shareholders' Meeting dated May 5, 2023. Please see Item 9 *Options to Purchase Securities.*

(2) This is the 2021 Debentures. The 2021 Debenture bears an interest on the outstanding principal amount of 10% per annum which is due on December 9, 2023 and 2024. The 2021 Debenture is convertible at any time at the option of the holder into Common Shares at a conversion price of $0.35 as approved by the Shareholders at the Special Meeting.

(3) As of December 31, 2022, the 2021 Debenture is carrying a value of $6,081,643.84 and the conversion of the 2021 Debenture at a conversion price of $8.50 post-Consolidation is 715,488 Common Shares in the Corporation.

(4) As of August 1, 2023, the 2021 Debenture is carrying a value of $6,402,602.74, the conversion of the 2021 Debenture at a conversion price of $0.35 post-Special Meeting is 18,293,151 Common Shares in the capital of the Corporation. August 1, 2023 was the most recent period in which the 2021 Debenture has been accounted for.

(5) The number of warrants is dated as of September 26, 2023 and have a weighted average exercise price of $7.45 post-Special Meeting.

(6) In connection with the Debenture Amendments, the Shareholders also approved the repricing of the exercise price of the Debenture Warrants. The Debenture Warrants were exercisable at a price of $8.50 per Debenture Warrant on a post-Consolidation basis. At the Special Meeting, the Shareholders approved to amend the exercise price of the 647,059 Debenture Warrants to $0.35.

(7) On August 31, 2020, the Corporation issued 23,000 Warrants for performance compensation ("**Performance Warrants**") expiring on August 31, 2025. The exercise price of the Performance Warrants is equal to 20% discount to the market price on the date of exercise, subject to a minimum exercise price of not less than $0.05. On September 8, 2021, the Corporation issued 11,985 Warrants in connection with a converted debenture at an exercise price of $15.00 per Share expiring on September 8, 2023. On October 1, 2021, the Corporation issued 2,740 Warrants in connection with a converted debenture at an exercise price of $15.00 per Share expiring on October 1, 2023. On October 7, 2021, the Corporation issued 24,701 Warrants in connection with a converted debenture at an exercise price of $15.00 per Share expiring on October 7, 2023. On December 9, 2021, in connection with the Convertible Debenture, the Corporation issued 647,059 Debenture Warrants at an exercise price of $0.35 per Share post-Special Meeting expiring on December 9, 2024. On February 12, 2021, the Corporation issued 707,250 Warrants in connection with a Bought Deal at an exercise price of $35.00 per Share expiring on February 12, 2024. On February 12, 2021, the Corporation issued 48,300 Warrants in connection with a Bought Deal at an exercise price of $25.00 per Share expiring on February 12, 2024. On May 27, 2022, the Corporation issued 2,447,130 Warrants in connection with an overnight offering at an exercise price of $1.40 per Share expiring on May 27, 2027. On May 27, 2022, the Corporation issued 171,298 Warrants in connection with an overnight offering at a conversion to brokers and advisories at an exercise price of $1.15 per Share expiring on May 27, 2027. On September 8, 2023, 11,985 warrants expired, which were issued on September 8, 2021, in connection with a converted debenture at an exercise price of $15.00 per Share.

(g) Item 9 - Options to Purchase Securities

As recommended by the directors, at the Special Meeting, the Shareholders approved the Corporation's Equity Incentive Plan. The Equity Incentive Plan provides that the compensation committee may, from time to time, approve the issuance of Options, Restricted Stock Units or Unrestricted Stock Bonuses to directors, officers, employees and consultants of the Issuer and its subsidiaries. The maximum number of Common Shares issuable upon the exercise or redemption and settlement of all awards granted under the Equity Incentive Plan shall not exceed 20% of the issued and outstanding Common Shares of the Corporation at the time of granting an award.

The Issuer will only grant security-based compensation awards in full compliance with the CSE policies that came into effect on April 3, 2023.

The Issuer will amend the terms of its security-based compensation arrangements to be fully compliant with the revised CSE Policies that came into effect on April 3, 2023 and will seek shareholder approval of the amendments at its next annual general meeting of shareholders.

(h) Item 10 – Description of the Securities

The authorized capital of the Corporation consists of an unlimited number of Common Shares.

As of the date of this Listing Statement, the total issued and outstanding share capital of the Issuer consisted of 45,207,458 Common Shares.

Holders of Common Shares are entitled to receive notice of any meetings of shareholders of the Corporation and to attend and cast one vote per Common Share at all such meetings. Holders of Common Shares do not have cumulative voting rights with respect to the election of directors and, accordingly, holders of a majority of the Common Shares entitled to vote in any election of directors may elect all directors standing for election. Holders of Common Shares are entitled to receive on a pro-rata basis such dividends, if any, as and when declared by the Corporation's board of directors at its discretion from funds legally available therefor and upon the liquidation, dissolution or winding up of the Corporation are entitled to receive on a pro-rata basis the net assets of Mydecine after payment of debts and other liabilities, in each case subject to the rights, privileges, restrictions and conditions attaching to any other series or class of shares ranking senior in priority to or on a pro-rata basis with the holders of Common Shares with respect to dividends or liquidation. No pre-emptive, redemption, sinking fund or conversion rights are attached to the Common Shares, and the Common Shares, when fully paid, will not be liable to further call or assessment. No other class of Common Shares may be created without the approval of the holders of the Common Shares.

Prior Sales

The following table summarizes the price at which Common Shares (or securities convertible into Common Shares) have been sold within the previous 12 months before the date of this Listing Statement:

Allotment Date	Price per Security ($)	Number and Type of Security	Reason for Issuance
September 19, 2023	0.20	18,750,000 Common Shares	Prospectus Supplement Offering
August 19, 2022	0.75	326,666 Common Shares	Prospectus Supplement Offering
September 14, 2022	0.57	877,193 Common Shares	Prospectus Supplement Offering
September 23, 2022	0.57	877,193 Common Shares	Prospectus Supplement Offering
November 21, 2022	0.53	943,396 Common Shares	Prospectus Supplement Offering
November 28, 2022	0.53	943,396 Common Shares	Prospectus Supplement Offering
December 7, 2022	0.57	950,263 Common Shares	Debt Settlement
December 9, 2022	0.53	905,660 Common Shares	Prospectus Supplement Offering
January 19, 2023	0.465	1,182,795 Common Shares	Prospectus Supplement Offering
February 1, 2023	0.57	172,043 Common Shares	Debt Settlement
February 9, 2023	0.59	461,288 Common Shares	Debt Settlement
February 10, 2023	0.465	1,397,849 Common Shares	Prospectus Supplement Offering
February 22, 2023	0.465	1,397,849 Common Shares	Prospectus Supplement Offering
February 23, 2023	0.465	1,397,849 Common Shares	Prospectus Supplement Offering
February 28, 2023	0.60	666,667 Common Shares	Debt Settlement
April 6, 2023	0.485	1,340,206 Common Shares	Prospectus Supplement Offering
April 12, 2023	0.485	2,061,855 Common Shares	Prospectus Supplement Offering
May 25, 2023	0.33	1,515,151 Common Shares	Prospectus Supplement Offering

(i) Item 11 – Escrowed Securities

The Corporation did not have any securities held in escrow as of December 31, 2022, and the date of this Listing Statement.

(j) Item 13 – Directors and Officers

As of the date of this Listing Statement, the below are the current directors and officers of the Corporation.

Name of Director/Officer	Principal Occupations
David Joshua Bartch Puerto Rico, USA, Director since June 22, 2018 President, Chief Executive Officer since July 30, 2018	See table of concordance for relevant pages in AIF and Circular relating to principal occupation.
Damon Michaels St John, Virgin Islands, Chief Operations Officer since May 11, 2020	See table of concordance for relevant pages in AIF and Circular relating to principal occupation. On August 12, 2022, Damon Michaels resigned as Director of the Corporation.
Robert Roscow (1) Boulder, Colorado, Director since December 9, 2020 and Chief Scientific Officer since May 8, 2020	See table of concordance for relevant pages in AIF and Circular relating to principal occupation.
John Ross Toronto, ON, Chief Financial Officer since September 15, 2022 and Corporate Secretary since July 21, 2023	Mr. Ross is a self-employed management consultant from 2015 to present. He serves as a part-time Chief Financial Officer of AMPD Ventures Inc. since July 2019 and U3O8 Corp. since June 2010. Previously, he served as part-time Chief Financial Officer at Buccaneer Gold Corp from September 2016 to April 2021 and High Mountain Capital Corporation from May 2018 to September 2019. Mr. Ross also served as Interim Chief Executive Officer from May 2019 to March 2020 and as Chief Financial Officer from February 2017 to March 2020 of Hempco Food and Fiber Inc. (TSX-V: HEMP) and Aurora Cannabis Inc (prior Fiber Inc.) (TSX: ACB). See “Cease Trade Order” for additional information.
Dr. Rakesh Jetly Ottawa, ON, Chief Medical Officer since October 1, 2021	Dr. Jetly currently serves as Academic Chair of Military Mental Health at The Royal's Institute of Mental Health Research, and as an associate professor of psychiatry at Dalhousie University (Halifax), and the University of Ottawa. Dr. Jetly has previously held various professional positions as a psychiatrist, including: Director of the “Operational Trauma and Stress Support Centre,” Atlantic Region (2000-2008); Chief Resident in Psychiatry, St Michael’s Hospital (1999-2000); and Senior Medical Officer for the “Canadian Contingent United Nations Middle East” in Israel (1993-1994).
Neil Stevenson-Moore (1) Vancouver, BC, Director since April 3, 2023	Mr. Stevenson-Moore holds a Bachelor of International Politics from Princeton University and has additional coaching certifications. Mr. Stevenson-Moore currently serves as the Chief Product Officer of Looking Glass Labs Ltd. and the Chief Product Officer Sportninja Development Canada Inc.

Cease Trade Orders and Bankruptcies

On May 4, 2022, while John Ross was the Chief Financial Officer of CoinAnalyst Corp. ("**CoinAnalyst**") the British Columbia Securities Commission (the "**BCSC**") issued a management cease trade order against CoinAnalyst (the "**CoinAnalyst MCTO**"). On July 14, 2022, the BCSC revoked the CoinAnalyst MCTO and John Ross subsequently resigned as Chief Financial Officer of CoinAnalyst on October 20, 2022.

Neil Stevenson-Moore has previously filed for bankruptcy regarding a Consumer Proposal following a motor vehicle accident that was filed in August 2015 in the province of British Columbia (#11-2028465). The bankruptcy was discharged on July 16, 2020.

Civil Proceedings

Neil Stevenson-Moore acted as a consulting CEO for Cryptobloc Technologies Corp. ("**Cryptobloc**") from November 2017 to June 26, 2018. He was not a director of Cryptobloc during this period. While he was working for Cryptobloc, Cyptobloc's board of directors entered into an agreement with, what later became better known as, the Bridgemark Group. There were three additional proceedings that arose from this Cyptobloc event, as noted below:

- On November 26, 2018, the British Columbia Securities Commission ("**BCSC**") issued a Temporary Order and Notice of Hearing naming various respondents including Cryptobloc. On April 28, 2021, the BCSC issued an Amended Notice of Hearing. Cryptobloc was not named in the Amended Notice of Hearing. The BCSC ultimately discontinued the proceeding against Cryptobloc.

- On July 11, 2019, Mr. Stevenson-Moore was served with Notice of Civil Claim by Michael Tietz and Duane Loewen (Tietz, Michael v. Bridgemark Financial Corp.; file number VLC-S-S-197731). Mr. Stevenson-Moore is listed as one of the Defendants. This case evolved into a class action filed in February 2020, on behalf of Michael Tietz and Duane Loewen (William Tietz, Michael v. Cryptobloc Technologies Corp; #202110). This case is still active.

- On October 8, 2019, Mr. Stevenson-Moore was served with a Notice of Civil Claim by Bryce Balciunas under file number NVA-P-C-1926715. This matter was dismissed by the court on May 22, 2020.

Board Committees

The Issuer's audit committee consists of Neil Stevenson-Moore, David Joshua Bartch and Robert Roscow each of whom is a director and financially literate in accordance with National Instrument 52-110 Audit Committees ("**NI 52-110**"). Neil Stevenson-Moore is independent, as defined under NI 52-110; David Josh Bartch is the CEO of the Issuer and Robert Roscow is the Chief Scientific Officer and are not considered independent of the Issuer. Neil Stevenson-Moore is the chair of audit committee. The Issuer is currently seeking for appointment to the board of directors an independent director, such that the Issuer satisfies the requirements of NI 52-110, Part 6. While the search is ongoing, the Issuer will be relying on an exemption to the requirement that a majority of the members of an audit committee of a venture issuer not be officers pursuant to section 6.1.1(6).

The board of directors of the Issuer may from time to time establish additional committees.

(k) Item 14 – Capitalization

Issued Capital

The following table sets out the Corporation's capitalization as of the date of the Listing Statement.

	Number of Securities (non-diluted)	Number of Securities (fully diluted)	% of Issued (non-diluted)	% of Issued (fully-diluted)
Public Float				
Total outstanding (A)	45,207,458	67,815,950	100%	100%
Held by Related Persons or employees of the Issuer or Related Person of the Issuer, or by persons or companies who beneficially own or control, directly or indirectly, more than a 5% voting position in the Issuer (or who would beneficially own or control, directly or indirectly, more than a 5% voting position in the Issuer upon exercise or conversion of other securities held) (B)	19,348,385	19,520,385	42.80%	28.78%
Total Public Float (A-B)	25,859,073	48,295,565	57.20%	71.22%
Freely-Tradeable Float	0	0	0%	0%
Number of outstanding securities subject to resale restrictions, including restrictions imposed by pooling or other arrangements or in a shareholder agreement and securities held by control block holders (C)				
Total Tradeable Float (A-C)	45,207,458	67,815,950	100%	100%

Public Securityholders (Registered)

For the purposes of this report, "public securityholders" are persons other than persons enumerated in section (B) of the previous chart.

Class of Security

Size of Holding	Number of holders	Total number of securities
1 – 99 securities	13	344
100 – 499 securities	3	1,027
500 – 999 securities	5	3,346
1,000 – 1,999 securities	7	9,779
2,000 – 2,999 securities	1	2,894
3,000 – 3,999 securities	0	0
4,000 – 4,999 securities	2	8,643

Class of Security

Size of Holding	Number of holders	Total number of securities
5,000 or more securities	20	2,244,339
Total	**51**	**2,270,372**

Public Securityholders (Beneficial)

For the purposes of this report, "public securityholders (beneficial)" includes (i) beneficial holders holding securities in their own name as registered shareholders; and (ii) beneficial holders holding securities through an intermediary. The table below does not include “non-public securityholders” being those persons enumerated in section (B) of the issued capital chart.

Class of Security

Size of Holding	Number of holders	Total number of securities
1 – 99 securities	22,316	441,332
100 – 499 securities	4,009	785,806
500 – 999 securities	713	456,816
1,000 – 1,999 securities	521	653,631
2,000 – 2,999 securities	200	450,601
3,000 – 3,999 securities	93	307,579
4,000 – 4,999 securities	56	244,422
5,000 or more securities	302	21,342,968
Unable to Confirm	-	1,175,918
Total	**28,210**	**25,859,073**

Non-Public Securityholders (Registered)

For the purposes of this table, “non-public securityholders” are persons enumerated in Section (B) of the Issued Capital table above.

Class of Security

Size of Holding	Number of holders	Total number of securities
1 – 99 securities	-	-
100 – 499 securities	-	-
500 – 999 securities	-	-
1,000 – 1,999 securities	-	-
2,000 – 2,999 securities	-	-
3,000 – 3,999 securities	-	-
4,000 – 4,999 securities	1	4,191
5,000 or more securities	8	19,344,194

Class of Security

Size of Holding	Number of holders	Total number of securities
Total	**9**	**19,348,385**

14.2 Provide the following details for any securities convertible or exchangeable into any class of listed securities.

Description of Security (include conversion / exercise terms, including conversion / exercise price)	Number of convertible / exchangeable securities outstanding	Number of listed securities issuable upon conversion / exercise
Options to purchase Common Shares (1)	243,863	243,863
Convertible debenture (2)	A carrying value of $6,402,602.74	18,293,151
Warrants (3)	4,071,478	4,071,478

Notes:

(1) The options have a weighted average exercise price $11.45.

(2) This is the 2021 Debenture as of August 1, 2023. The 2021 Debenture bears an interest on the outstanding principal amount of 10% per annum which is due on December 9, 2023 and 2024. The 2021 Debenture is convertible at any time at the option of the holder into Common Shares at a conversion price of $0.35 as approved by the Shareholders at the Special Meeting. As of August 1, 2023, the conversion of the 2021 Debenture at a conversion price of $0.35 post-Special Meeting is 18,293,151 Common Shares in the capital of the Corporation. August 1, 2023 was the most recent period in which the 2021 Debenture has been accounted for.

(3) The number of warrants is dated as of September 26, 2023 and have a weighted average exercise price of $7.45 post-Special Meeting. On September 8, 2023, 11,985 warrants expired.

14.3 Provide details of any listed securities reserved for issuance that are not included in section 14.2.

None.

(I) Item 17 – Risk Factors

Risks Related to API

There is no guarantee that the Corporation will be able to successfully negotiate an Extension with API on favourable terms, or at all. The Corporation views the continued commercial relationship with API as material to the business of Mydecine and the inability to successfully negotiate an Extension with API on favourable terms, or at all may materially impact the ability of the Corporation to continue with its current operations and business objectives. If an Extension is not secured, this would negatively impact the Corporations business, financial condition, results of operations and potentially the price of the Corporations Common Shares.

Risks Related to OpenSky

There is no guarantee that the Corporation will be able to successfully negotiate an extension or new arrangement with OpenSky under the Subscription Agreement on favourable terms, or at all. The Corporation views the equity line with OpenSky as material to the business of Mydecine and the inability to successfully negotiate an extension with OpenSky on favourable terms, or at all may materially impact the ability of the Corporation to continue with its current operations and business objectives. If an extension is not secured, or new arrangement entered into prior to the take up by the Corporation of the remaining funds

available to it under the Subscription Agreement, this would negatively impact the Corporations business, financial condition, results of operations and potentially the price of the Corporations Common Shares.

(m) Item 19 – Legal Proceedings

There are no legal proceedings outstanding, threatened or pending, as of the date of this Listing Statement, by or against the Corporation or to which the Corporation is a party, or of which any of its business or any of its assets is the subject matter of, and no such proceedings are known to the management of the Corporation to be contemplated.

(n) Item 21 – Auditors, Transfer Agents and Registrars

BF Borgers CPA PC (the "**Auditors**") at its principal office located at 5400 W Cedar Ave Lakewood, CO 80226 are the auditors of the Corporation. The Auditors were appointed December 12, 2022.

On December 12, 2022, the Corporation's previous auditor, MNP SENCRL, srl, was replaced by BF Borgers CPA PC. BF Borgers CPA PC is now the current auditor of the Corporation.

The transfer agent and registrar for the Common Shares is National Securities Administrators Ltd. at its principal office located at Suite 760, 777 Hornby Street, Vancouver, BC, V6Z 1S4.

(o) Item 24 – Other Material Facts

There are no material facts about the Corporation and its securities that are not disclosed in this listing statement, including the documents incorporated herein by reference, that are necessary in order this listing statement to contain full, true and plain disclosure of all material facts relating to the Corporation and its business.

All of the information disclosed in the AIF, Circular and Prospectus Supplement that are incorporated by reference is up to date as at the date of this listing statement except where it has been updated by information disclosed under Additional Listing Statement Disclosure.

(p) Item 25 – Financial Statements

The Corporation's audited financial statements for the year ended December 31, 2022 and December 31, 2021, and the interim unaudited condensed financial statements for the three and six months ended June 30, 2023 and 2022.

CERTIFICATE OF THE ISSUER

Pursuant to a resolution duly passed by its Board of Directors, Mydecine Innovations Group Inc., hereby applies for the listing of the above-mentioned securities on the Exchange. The foregoing contains full, true and plain disclosure of all material information relating to Mydecine Innovations Group Inc. It contains no untrue statement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to prevent a statement that is made from being false or misleading in light of the circumstances in which it was made.

Dated at Vancouver, British Columbia

this 2nd day of October, 2023.

David Joshua Bartch

David Joshua Bartch, Chief Executive Officer and Director

John Ross

John Ross, Chief Financial Officer

Neil Stevenson-Moore

Neil Stevenson-Moore, Director

Robert F. Roscow Jr.

Robert Roscow, Director