



Are You Ready for Success?

MANTRA PHARMA INC.



(Croatian Subsidiary: Mantra Pharma Europe d.o.o.)

Futura Capital Group Company

Company Brochure

September 19 – 2024



Mantra Pharma Inc.

Note: Please see Disclaimer & Cautionary Note / Notice to Reader – Applicable to whole document – (Attached)

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Mantra Pharma Inc.

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Company's Business **Seeking Opportunities in the Pharmaceutical Sector** Emphasis Artificial Intelligence (AI)

Mantra Pharma Inc. ("Mantra" and/or "Mantra Pharma" and/or the "Company") is focused in the Pharmaceutical Sector, with an emphasis on Artificial Intelligence ("AI"). The Company is led by an accomplished, successful, and entrepreneurial business team operating under high standards of business conduct to build shareholder value (NOTE: [Code of Business Conduct & Ethics provided: page 13](#)).

Focus: Pharmaceutical Sector **Emphasis on AI**

The Company having completed the review of the Pharmaceutical Sector globally, especially with the impact and effects of COVID epidemic within the sector, the resulting supply-chain issues, the spike in the inflation rate caused therefrom, and the need for artificial-intelligence (AI) to mitigate costs to develop and deliver products, recognizes the upcoming magnified opportunities now present in the pharmaceutical sector.

With the imminent growth in the world population, especially the increase in the middle-class and aging population in the world seeking better health care, the sector will provide magnified opportunities to fulfill the pent-up demand now present in the Pharmaceutical Sector, with emphasis in the Artificial Intelligence arena.

To capitalize, the Company has commenced focusing on select areas in the pharmaceutical and health arenas to enhance the sector through artificial intelligence (AI) applications.

Global Outlook for Artificial-Intelligence (AI) Applications in Pharmaceutical Applications



See Appendix D (Page 19) for Larger Images

Mantra Pharma Inc.

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Company's Team Board of Directors

Mantra Pharma Inc. is led by an accomplished, successful, and entrepreneurial business team operating under high standards of business conduct to build shareholder value. (For Individual Profile Details see [Appendix-C](#)).



Rajinder Chowdhry (Raj)
Director – Executive Chairman
CEO & President
Audit & Comp Committee Member



Henry Park (Henry)
Director – Independent
Audit & Comp Committee Member



Terrylene Penstock (Terry)
Director
CFO

Mantra Pharma Inc.

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Company's Team [Advisory Board Members](#)

Mantra Pharma Inc. is led by an accomplished, successful, and entrepreneurial business team operating under high standards of business conduct & ethics to build shareholder value. (For Individual Profile Details see [Appendix-C](#)).



Paul Gibbons (Paul)
[Advisory Board Member](#)



Josko Vukić (Josko)
[Advisory Board Member](#)



Kash Heed (Kash)
[Advisory Board Member](#)

Mantra Pharma Inc.

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Company's Team Management

Mantra Pharma Inc. is led by an accomplished, successful, and entrepreneurial business team operating under high standards of business conduct to build shareholder value. (For Individual Profile Details see [Appendix-C](#)).



Rajinder Chowdhry (Raj)
[Chief Executive Officer & President](#)



Terrylene Penstock (Terry)
[Chief Financial Officer](#)

Mantra Pharma Inc.

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Company's Focus Acquisition of Pharmaceutical Projects - with AI Applications - "Projects of Tomorrow"

Mantra Pharma Inc.'s (the "Company") review of the pharmaceutical markets globally has resulted in the company's decision to focus on applications with emphasis of artificial intelligence (AI) in the Pharmaceutical Sector. The Company, for acquisition of projects, is reviewing pharmaceutical assets globally, specifically with AI applications.

World Markets - Reviewed



Pharmaceutical Arena - AI Focused



Target Growing - Aging Middle-Class



Middle-Class Population Increasing Demand for Pharmaceuticals for Quality of Health & Life

World Population Today: [8.10 B](#)

World Population 2050: [9.74 B](#)

It is estimated that AI applications can cut annual costs globally, with US healthcare costs alone being cut by USD 150 billion in 2026. A large part of these cost reductions stem from changing the healthcare model from a reactive to a proactive approach, focusing on health management rather than disease treatment.

Mantra Pharma Inc.

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Company's Featured Project **Reviewing Projects for Acquisition (Seeking Projects of Tomorrow)**

Mantra Pharma Inc. having terminated its initial project pursuing Medical Cannabis in Croatia to service the European Union ("EU") market, is reviewing new projects globally in the pharmaceutical and health care sectors with a focus on artificial -intelligence applications. ("AI"). The Company upon completion of its review and final due diligence of projects will complete acquisitions and related required financing. For details see: **Appendix-A)**



The Company is Seeking "Projects of Tomorrow" in the Pharmaceutical Sector with Emphasis on Artificial Intelligence (AI)

Pursuant to a cooperation agreement, dated June 5, 2019 (the "**Cooperation Agreement**") , with a city within Croatia (the "**City**"), the Company and the City were cooperating to explore opportunities to obtain a license to undertake activities for growing and selling cannabis for medical purposes. The cooperation agreement was recorded at a nominal value.

Croatia was unable to pass the necessary regulations on a timely basis to implement the opening of the medical cannabis sector, being prior to Croatia's full and complete entry into the European Union with Schengen zone (abolition of passports and other border controls at mutual borders comprising 28 countries) implemented in 2023. As such, the **Company terminated the Cooperation Agreement**, and is seeking new projects; "**Projects of Tomorrow**".

Mantra Pharma Inc.

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Company's Projects [Summary of All Projects](#)

The Company has the following Projects – [For Details of Projects – See Appendix A](#)



Medical Cannabis
Pharmaceutical - Terminated
Croatia, EU



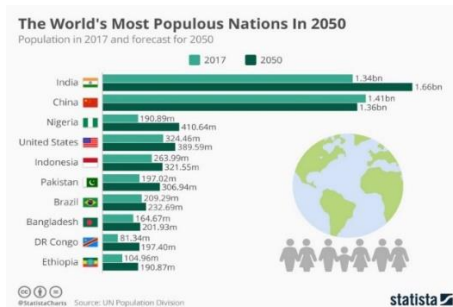
Reviewing Projects
Pharmaceutical & Medical
Focus – AI Driven

Mantra Pharma Inc.

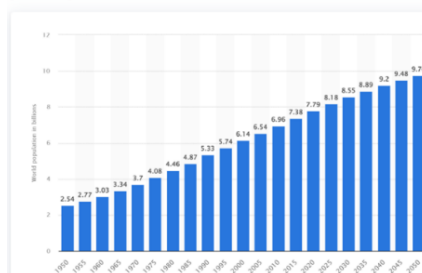
Note: Please see Disclaimer & Cautionary Note / Notice to Reader – Applicable to whole document – (Attached)

Pharmaceutical Market Factors Driving Demand - Population Growth -Especially Growth in the Aging Middle-Class Population

The demand for Pharmaceutical Products & Services is increasing as the population of the world, especially the middle-class population, is growing. Further, Artificial Intelligence will have the largest impact in this Sector.



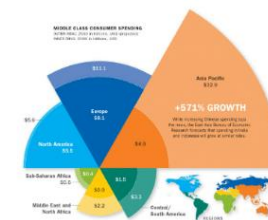
Development of the world population from 1950 to 2050
(in billions)



Global Population Growth

Lead by India & China

Two Largest Economies by 2050



Middle-Class Population

Increases Demand

for Quality Pharmaceutical Products & Medical Services

Population Today: 8.10 B

Population by 2050: 9.74 B

Mantra Pharma Inc.

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Company's Future Build Shareholder Value - Acquisition of Advanced Projects "Projects of Tomorrow"

Acquire Value Driven Assets

Mantra Pharma Inc. having terminated its cooperation agreement with a city in Croatia, (the "City") to explore opportunities to obtain a license to undertake activities for growing and selling cannabis for medical purposes to service the European Union (EU), is reviewing new projects globally in the pharmaceutical and health care sectors with a focus on artificial -intelligence applications. (AI).

The Company upon completion of its review and final due diligence of projects will complete acquisitions and related required financing.

**The Company looks forward to acquiring projects
"Projects of Tomorrow"**

Raj Chowdhry, CEO & Chairman stated:

"You can well imagine the opportunities in the Global Pharmaceutical Sector with the population of the world increasing, especially the growth in the middle-class & aging population.

This increase in the globally aging middle-class population seeking health and pharmaceutical products together with services provides magnified opportunities in the pharmaceutical sector. This demand for products and services can only be delivered and enhanced through the use of artificial intelligence."

Mantra Pharma Inc.

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Corporate Share Structure

Mantra Pharma Inc. was incorporated on July 6, 2020 under the laws of British Columbia, Canada and became an independent publicly reporting company (effective Sep 1, 2020), upon completion of a court approved statutory plan of arrangement under the *Business Corporations Act* (British Columbia) (the "**Plan of Arrangement**") upon approval from the **TSX Venture Exchange** and the **British Columbia Courts**.

Share Capital

- | | |
|--|------------|
| • Common Shares
- (Issued & Outstanding: Dec 31, 2023) | 46,924,651 |
| • Stock Options
- (Outstanding: Dec 31, 2023) | - NIL – |
| • Warrants
- (Outstanding: December 31, 2023) | 2,375,000 |

FULLY DILUTED SHARES

49,299,651

Reporting Status: [\(SEDAR – Filings\)](#)

Publicly Reporting Company (B.C., Canada)



Canadian Counsel



U.S. .S. Counsel



Transfer Agent



Auditors

Mantra Pharma Inc.

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Code of Business Conduct & Ethics

Introduction - General Approved & adopted

Mantra Pharma Inc. including its subsidiaries (collectively "**Mantra Pharma Inc.**" or the "Company" is committed to conducting its business under the highest standards of Business Conduct and Ethics. As such, the Company's Board has approved and adopted a **Code of Business Conduct and Ethics** (September 1, 2020), and also approved & adopted an **Anti-Corruption Policy**).

The purpose of the Company's Code of Business Conduct and Ethics (the "**Code**") is to assist all Company personnel, being all directors, officers, employees, and consultants ("**Interested Parties**") in making decisions regarding the affairs of the Company (including its subsidiaries).

The Code states basic principles that should guide the affairs of the Company and deals with certain specific situations but is not comprehensive. Personnel are encouraged to consult with the President for direction of specific issues on conflicts or potential conflicts.

Highlights of Code of Business Conduct and Ethics

All directors, officers, employees, and consultants ("**Interested Parties**") of the Company will comply with all obligations, which reaffirm the Company's high standards of business conduct, as set out in the Code of Business Conduct and Ethics (Full Code of Business Conduct and Ethics – provided on the Company's website).

ANTI-CORRUPTION POLICY IN PLACE

The Company's Board of Directors Approved & Adopted an Anti-Corruption-Policy (September 1, 2020)

Compliance with the Code of Business Conduct & Ethics

It is the responsibility of all Interested Parties to be aware of their obligations under and to comply with this Code. All breaches of this Code shall immediately be reported to the President. All reports by an individual of violations of this Code shall be kept confidential unless otherwise required by law. Individuals who breach this Code may be subject to disciplinary action including dismissal.

Contact us with your questions.

NOTE: Upon reading the complete **Code of Business Conduct and Ethics** (as provided in the Document Library of Company's **website**), If you have any questions about the Code or what is expected of our Interested Parties, please **contact us** for assistance

Attention of: "Company's President"

Mantra Pharma Inc.

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Company's Project(s) Medical Cannabis Terminated

Appendix – A

Medical Cannabis (City in Croatia – EU)

Mantra Pharma Inc. had entered into a cooperation agreement (the "Cooperation Agreement"), subsequently terminated by the Company, with a city within Croatia (the "City") pursuant to which the Company and the City were cooperating to explore opportunities to obtain a license to undertake activities for growing and selling cannabis for medical purposes. [see AsiaBaseMetals Inc. (Trading Symbol: [TSX.V: ABZ](#)). [News Release Apr 16, 2020](#)].

Cooperation Agreement with Croatian City (2019)

The cooperation agreement was recorded at a nominal value.

The Croatian city at no cost to the Company had constructed a complete laboratory and manufacturing facility for the Company's use for the production and processing of the medical cannabis.

Croatia was unable to pass the necessary regulations on a timely basis to implement the opening of the medical cannabis sector, being prior to Croatia's full and complete entry into the European Union (EU) with Schengen zone (abolition of passports and other border controls at mutual borders comprising 28 countries) implemented in 2023.

Cooperation Agreement (2023) Terminated

The Company terminated the project, and decided to pursue other opportunities in the pharmaceutical sector.



See Appendix D (Page 19) for Larger Images

Mantra Pharma Inc.

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Company's History

Appendix – B

Mantra Pharma Inc. (the “**Company**”) became an independent publicly reporting company (effective Sep 1, 2020), upon completion of a court approved statutory plan of arrangement under the *Business Corporations Act* (British Columbia) (the “**Plan of Arrangement**”) undertaken and executed by AsiaBaseMetals Inc. (“**AsiaBaseMetals**” - Trading Symbol: **TSX.V: ABZ**). Upon approval from the **TSX Venture Exchange** and the British Columbia Courts (a “**Spin-Co**” - see ABZ’s **News Release - Sep 2, 2020**). This was done in a similar manner as when AsiaBaseMetals Inc. itself was created as a Spin-Co from Sandfire Resources America Inc. (TSX: SFR), in 2008 (prior to its name change from Tintina Resources Inc) - See Below.

Look Back at the History & the Beginnings of the Company

1. **Sandfire Resources America inc.** (Name Effective Feb 2, 2018)
Mining Sector Trading Symbol: **TSX.V: SFR**.
Tintina's Spin-Out Created AsiaBaseMetals Inc in 2009. ➡
2. **Tintina Resources Inc.** (Name Effective Sep 27, 2009)
Mining Sector (Name changed from Mantra Mining – see below)
3. **Mantra Mining Inc.** (Name Effective Jun 11, 2006)
Mining Sector (Name changed from Global Sortweb & change of Business to Mining Sector from Internet Sector – see below)
4. **Global Sorweb.com Inc.** (Name Effective Jul 31, 2001)
Internet Sector (Name changed from Amex Ventures)
5. **Amex Ventures Inc.** (Name Effective November 26, 1999)
Capital Pool Company in Canada (“CPC”)

➡ Amex to Mantra Pharma

The 3rd Generation Spin-Outs – Mantra Pharma Inc.

- **Sandfire (TSX.V: SFR)** **①st Generation**
➡ **Spin's Out AsiaBaseMetals in 2009**
- **AsiaBaseMetals** (Listed: TSX.V: ABZ – Oct 8, 2009) **②nd Generation**
➡ **Spin's Out Mantra Pharma Inc. in 2020**
- **Mantra Pharma Inc. **** **③rd Generation**

	Market Cap *	Generation
① Sandfire Resources America Inc.	\$ 250 m	1 st Gen
② AsiaBaseMetals Inc.	\$ 10 m	2 nd Gen
③ Mantra Pharma Inc. **	\$ N/A	3 rd Gen

* Market Cap subject to change daily

** Publicly Reporting Company's

For Regulatory Filings- Visit: **SEDAR**

Mantra Pharma Inc.

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Company's Team Profiles

Appendix – C

Rajinder Chowdhry (Raj)

Director, Executive Chairman, Chief Executive Officer (CEO) & President



Mr. Chowdhry, the founder, Chairman and Chief Executive Officer of **Futura Capital Limited.**, a private venture capital company, has invested in and raised funds for various projects around the world. Mr. Chowdhry, currently a director of various publicly listed companies, has over 35 years' experience in the capital markets; being the founder, chairman, director, chief executive officer and president of several public companies trading on global Stock Exchanges including Stock Exchanges in the United States and Canada.

Founding Directorships, Chairmanships & CEO Roles (Present & Past):

- **America Mineral Fields Inc.** - One of the founding directors of America Mineral Fields Inc. [(Copper mining / production) name changed to Adastra Minerals Inc. and acquired in 2006 by First Quantum Minerals Ltd.]
- **Mountain Province Diamonds Inc. & Camphor Ventures Inc.** – One of the founding directors, Chairman and CEO of Camphor Ventures Inc. (Diamond exploration & mining / production), and a director of Mountain Province Diamonds Inc. (Diamond exploration & mining / production). Camphor and Mountain Province entered a business combination in 2007 to unify their existing joint venture with De Beers Canada, leading to commencement of diamond production in Canada in 2016.

Founding Directorships, Chairmanships & CEO Roles **Continued**

- **Tintina Resources Inc.** – One of the founding directors, Co-Chairman and CEO [(Copper mining/production - Black Butte Copper Project - Final Mine Operating Permit Granted - 2019 & Re-stated- 2024), name changed to Sandfire Resources America Inc.]
- **SolidusGold Inc.** – One of the founding directors, Co-Chairman, and CEO [(Copper Exploration), name changed to Valhalla Metals Inc.]
- **International Thunderbird Gaming Inc.** – One of the Founding directors, and Co-Chairman and (Casino Gaming operations).
- **Axion Communications Inc.** One of the founding director and Chairman and CEO. (Internet operations).
- **AsiaBaseMetals Inc.** -founding director, Chairman and CEO (Zinc/Cobalt exploration).
- **Mantra Pharma Inc., Mantra Exploration Inc., & Mantra 2 Real Estate Inc.** - The founding director, Chairman and CEO.

Mr. Chowdhry, a Chartered Professional Accountant (CPA, CA) received a Bachelor of Commerce (B. Comm.) degree from The University of British Columbia ("UBC"), Canada, and his designation as a Chartered Accountant (CA) from the Institute of Chartered Accountants of British Columbia, Canada. He is also a charter member of the Vancouver chapter of The INDUS Entrepreneurs (TIE).

Mantra Pharma Inc.

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Company's Team [Profiles Continued](#)

Appendix – C

Henry Park (Henry)

Director (Independent)



Mr. Park, the Chief Investment Officer of Foundation Capital, was formerly a partner at Vulcan Mining, a mining private equity investment platform of Soros Fund Management.

Henry holds a Bachelor of Arts degree in Economics from the University of Chicago and Master of Business Administration degree from Columbia University.

Prior to Vulcan Mining, Mr. Park held the position of managing director and commodity strategist at Electrum Group; after being for several years, the commodity analyst at Soros Fund Management where he focused on commodity investing in public and private equities and futures.

Henry started his investing career at GE Capital where he was Assistant Vice President in the distressed debt business, followed by a long/short equity analyst in basic material sector for Highlander Fund Management (part of Ospraie Fund Management's Wingspan platform).

Mantra Pharma Inc.

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Company's Team [Profiles Continued](#)

Appendix – C

Terrylene Penstock (Terry)

Director & Chief Financial Officer (CFO)



Terry Penstock has over 20 years of experience in the finance and securities industry.

Terry started in finance, in the investment and insurance business, as a licensed insurance broker (1995-1998) going on to achieve an agency license with Northwest Life & IA Industrial Alliance Pacific Life.

Terry focuses on entrepreneurial business development and finance. Having worked both with private and public companies, from the formation of business plans through to execution of financing and going public, she has guided the process of financial structuring, venture capital and public relations in the mining, biotech and technology sectors.

Ms. Penstock a founder and director of various publicly listed companies, all listed on the TSX Venture Exchange, is a co-founder and former director of **Tintina Resources Inc.** (name changed to Sandfire Resources America Inc. Inc.).

Mantra Pharma Inc.

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Company's Team *Profiles Continued*

Appendix – C

Paul Gibbons (Paul)

Advisory Board Member



Mr. Gibbons is the Managing Partner for Canada at McDermott + Bull and is responsible for overseeing the firm's operations and client engagements across Canada.

Paul brings over 25 years of experience in executive recruitment and leadership consulting in North America and globally in a range of industries including technology, healthcare and finance.

Established as a key advisor in the executive search domain, Paul, through leveraging his deep industry knowledge and strategic insights to deliver exceptional results, is known for his expertise in aligning top executive talent with strategic needs of organizations in providing talent acquisition solutions.

Having direct experience working in mergers and acquisitions (M+A), asset-based financing, and portfolio company operations, Paul recognizes and delivers outstanding executive-level talent that drives performance and is suited for the distinctive demands, especially private equity.

Paul having spent a decade on the Board of the Hong Kong Business Association (HKCBA) plays a key role in shaping strategic initiatives and fostering business networks between Canada and Asia.

Prior to his current role, Paul held senior positions at leading executive search firms, where he developed a reputation for his client-focused approach and ability to manage complex searches with precision.

Paul holds a bachelor's degree in economics (Wilfrid Laurier University) and is actively engaged in various professional associations and industry networks. Outside of his professional pursuits, he enjoys skiing, cycling, and spending time with his family.

Mantra Pharma Inc.

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Company's Team [Profiles Continued](#)

Appendix – C

Kashmir Heed (Kash)

[Advisory Board Member](#)



Mr. Heed, a businessman, public policy advisor, and a former Canadian politician, was elected to the British Columbia Legislative Assembly (2009 to 2013). Kash was appointed the Minister of Public Safety and Solicitor General (2009 to 2010).

Prior to entering politics, Mr. Heed had a distinguished law enforcement career spanning over 31 years. He was the Chief Constable of the West Vancouver Police Department (2007 to 2009) and Superintendent of the Vancouver Police Department where he held several high-profile command positions over the years.

Mr. Heed holds a Master of Arts degree from the School of Criminology (2005) and a Bachelor of General Studies degree in the field of Leadership in Public Safety (2001) from Simon Fraser University (SFU).

Mantra Pharma Inc.

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Company's Team [Profiles Continued](#)

Appendix – C

Josko Vukić (Josko)

[Advisory Board Member](#)



Mr. Vukić, an entrepreneur with over 25 years of hands-on experience in business, in Canada and Croatia/Europe, in both the construction and agriculture industries currently manages and operates his two successful construction companies in Vancouver and the Lower mainland, British Columbia, Canada.

Mr. Vukić also continues to focus on his land holdings and agricultural business activities in Croatia, a member country of the European union ("EU"). A native of Croatia.

Mr. Vukić has strong economic and political relationships within Croatia, especially in the agriculture, medical/health, and security industry sectors, both at the regional and national levels. Mr. Vukić has in-depth knowledge and understanding of both the civic and national governing bodies of Croatia.

Mr. Vukić, prior to immigrating to Canada in 2004, was also a Croatian military employee in special forces under NATO from 1996 through to 2014.

Mr. Vukić, co-founded an educational enterprise "Tulipan" a non-profit pre-school educational Centre within Croatia to give back to the community of his origin.

Mantra 2 Real Estate Inc.

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Images

Appendix – D



Mantra 2 Real Estate Inc.

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Images *Continued*

Appendix – D

Building with Laboratory Built by City ([Biograd na Moru](#), Croatia) for [Mantra Pharma Inc.](#)



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Mantra 2 Real Estate Inc.

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Images *Continued*

Appendix – E

Building with Laboratory Court Yard – Built by City for Mantra Pharma Inc.



Mantra 2 Real Estate Inc.

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Images *Continued*

Appendix – D

Building with Laboratory Front Desk – Built by City for Mantra Pharma Inc.



Mantra 2 Real Estate Inc.

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Images *Continued*

Appendix – D

Building with Laboratory Office Space – Built by City for Mantra Pharma Inc



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Mantra Pharma Inc.

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Disclaimer & Notice to Reader

DISCLAIMER

Legal Information

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Forward Looking Statements

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Disclaimer & Notice to Reader *Continued*

Forward Looking Statements *Continued*

securities laws (referred to as "forward-looking statements"). All statements other than statements of historical fact included in this Material/Information (including website), including, without limitation, any statements regarding the acquisition of assets (**including real estate, mineral projects, entering into the Cannabis Sector, possible Spin-Out transactions pursuant to a plan of arrangement**), the Company's financing efforts and the use of proceeds therefrom, exploration and development plans and other future plans and objectives of the Company and potential mineralization on mineral projects, if any, are forward-looking statements.

Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions or future events or performance (often, but not always, identified by words or phrases such as "expects", "is expected", "anticipates", "believes", "plans", "projects", "estimates", "assumes", "intends", "strategy", "goals", "objectives", "potential", "possible" or variations thereof or stating that certain actions, events, conditions or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved, or the negative of any of these terms and similar expressions) are not statements of historical fact and may be forward-looking statements.

There can be no assurance that such statements will prove to be accurate and actual results and future events may vary from those anticipated in such statements. Important risk factors that could cause actual results to differ materially from the Company's plans or expectations include failure to obtain Stock Exchange Approvals [Including the **TSX Venture Exchange (TSX.V Exchange)** or the **Canadian Stock Exchange (CSE Exchange)**] acceptance and other regulatory approvals required for proposed acquisition and financing transactions (collectively, "Transactions"), failure to remove conditions to completion of Transactions, failure to raise sufficient funds on the proposed terms or at all, risks associated with mineral exploration and development, including the risk that actual results of exploration and development will be different from those expected by management, the risk that potential mineralization, on mining projects, if any, will not be upgraded or verified, uncertainties involved in the interpretation of drilling results, if any, and geological tests, if any, and the estimation of mineral resources, if any, unanticipated variations in geological structures, if any, grades or recovery rates, if any, unexpected cost increases, risks related to mineral properties being subject to prior unregistered agreements, transfers or claims and other defects in title, if any, the risk that required cooperation of government agencies and other stakeholders in the development of the Company's properties will not be obtained, risks related to the need for reclamation activities on the Company's projects/properties and uncertainty of cost estimates related thereto, litigation risks, risks of operations such as accidents, fire, ground instability, flooding, labor disruption, equipment failure, metallurgical, environmental or other events that could delay or increase the cost of exploration or development, inadequate insurance or inability to obtain insurance and bad weather, non-compliance with environmental and permit requirements, fluctuations in metal prices and currency exchange rates, inability to procure equipment and supplies in sufficient quantities and on a timely basis and the other risks disclosed in this information/ material (including website) and the Company's other public disclosure. Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements, there may be other factors that cause results not to be as anticipated, estimated or intended. Readers should not place undue reliance on forward-looking statements.

The forward-looking statements were developed based on the assumptions and expectations of management, including that Stock Exchange (including **TSX Venture Exchange** or **CSE Exchange**) and other required approvals and financing for Transactions will be obtained, conditions will be satisfied, that the Company will be able to obtain any required government or other regulatory approvals and required financing to complete the Company's planned exploration and development activities, that the Company will be able to procure equipment and supplies in sufficient quantities and on a timely basis, that actual results of exploration activities will be consistent with management's expectations, that the assumptions underlying mineral resources estimates are valid, any proposed future development of the Company's mineral projects will be viable operationally and economically and proceed as expected, that no accident, fire, ground instability, flooding, labor disruption, equipment failure, metallurgical, environmental or other events that could delay or increase the cost of exploration or development will occur, the other assumptions disclosed in this website and the Company's other public disclosure and that the risks described above will not materialize.

There can be no assurance that proposed Transactions will complete. The Company expressly disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except as otherwise required by applicable securities legislation.

Disclaimer & Notice to Reader *Continued*

Technical Information

Mr. Andrew Tims, consultant to the Company (for mining projects, when undertaken), is a Qualified Person for the purposes of National Instrument 43-101 and has reviewed and approved the information of a scientific and technical nature contained in Material/Information this website. **Mr. Andrew Tims** has reviewed, but has not verified, the historical resource report for properties held by companies referred to in this Material/Information (including website) website (defined below).

A qualified person has not done sufficient work to classify the historical estimate reported, if any, in the technical report, if any, regarding any properties/projects held by companies other than **Mantra** that are referred to in the Company's Material/Information (including website) 'as current mineral resources or mineral reserves and accordingly the Company is not treating it as a current estimate of mineral resources or reserves. However, the Company believes that the historical estimate is relevant and reliable, as it was prepared by a reputable mining company utilizing modern quality assurance program and quality control measures and drilling procedures or by other reputable and reliable entities.

Cautionary Note to U.S. Readers Concerning Mineralization Estimates: The estimates of mineralization shown, if any, in this information/ material (including website) have been prepared in accordance with the definition standards on mineral reserves of the Canadian Institute of Mining, Metallurgy and Petroleum referred to in Canadian National Instrument 43-101 Mineral Disclosure Standards ("NI 43-101"). The definitions of mineralization used in NI 43-101 differ from the definitions in U.S. Securities and Exchange Commission ("SEC") Industry Guide 7. U.S. readers are advised that while these terms are recognized and required by Canadian regulations, these terms are not defined terms or the same as defined terms under SEC Industry Guide 7 and are normally not permitted to be used in reports and registration statements filed with the SEC. U.S. Readers are cautioned not to assume that any estimates of mineral reserves and resources shown in this presentation meet SEC Industry Guide 7 standards.

Cautionary Note / Notice to Reader

No Stock Exchange (including **Neither the TSX Venture Exchange nor its Regulation Services Provider nor CSE Stock Exchange nor its Regulation Service Provider**) (as that term is defined in the policies of either **the TSX Venture Exchange** or **the CSE Stock Exchange**) accepts responsibility for the adequacy or accuracy of this Material/Information or any update/presentation.

Certain disclosure in this material constitutes "forward-looking information" within the meaning of Canadian securities legislation, including the Company's future plans going forward, possible future acquisition of assets, including mining assets, possibility of future undertaking of a Spin-Out transaction and the prospectiveness of the Company's assets/properties. In making the forward-looking statements in this Material/Information, the Company has applied certain factors and assumptions that the Company believes are reasonable, including that the Company will be able to obtain required approvals and financing and that results of exploration activities and assets being acquired will be consistent with management's expectations. However, the forward-looking statements in this material are subject to numerous risks, uncertainties and other factors that may cause future results to differ materially from those expressed or implied in such forward-looking statements, including the risk that the Company will be unable to obtain required approvals or financing and risks associated with its assets, including mineral exploration, including the risk that actual results of exploration will be different from those expected by management. There can be no assurance that such statements will prove to be accurate, and actual results and future events could differ materially from those anticipated in such statements. Readers are cautioned not to place undue reliance on forward-looking statements. The Company does not intend, and expressly disclaims any intention or obligation to, update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except as required by law.

Mr. Andrew Tims, a consultant to the Company, is a Qualified Person for the purposes of National Instrument 43-101 and has reviewed and approved the information of a scientific and technical nature contained in this Material/Information document and/or news release.

The results and any resource referred to within this document, if any, and or the Company's website as "historical" are non-compliant with NI 43-101; a qualified person has not done sufficient work to classify the historical results or estimate as current mineral resources or mineral reserves. Thus, the historical results or estimate are not being treated as current results or mineral resource. The information regarding other properties in the **Jean Iron-Ore Property** area is considered relevant due to their location in proximity to the **Jean Iron-Ore Property**. However, the Company has not done sufficient work on the **Jean Iron-Ore Property** to determine whether it is geologically similar to the other properties. **Mr. Andrew Tims** has not verified any of the information regarding the other properties.

Disclaimer & Notice to Reader *Continued*

Cautionary Note / Notice to Reader *Continued*

The resource estimate information regarding properties in the information/ material (including website) area referred to, including any **Named-Properties** is considered reliable because it is based on a recent technical report filed by the owner. The reliability of the information regarding the [Cirque deposit](#) is unknown and is mentioned for historical purposes only, uses terminology not compliant with current reporting standards and the differences are unknown, and the key assumptions, parameters and methods are unknown.

Cautionary Note Regarding Forward-Looking Statements - Cannabis Sector / Material/Information /Spin-Co's:

Certain disclosure, by the Company (**resulting due to Spin-Out completed in September 2020 by AsiaBaseMetals Inc.**), including statements regarding the Agreement, the transactions contemplated thereby and the Company's pursuit of opportunities, may constitute "forward-looking information" within the meaning of Canadian securities legislation. In making the forward-looking statements in this Material /Information (including website), or release, the Company has applied certain factors and assumptions that the Company believes are reasonable, including that the Company will obtain the necessary regulatory approvals for the transactions contemplated by the Agreement, **the Medical-Cannabis-Permit will be obtained, the acquisition of City-New-Sub-Co-Ltd. by the Company will be completed as expected and will have the benefits expected by management.** However, the forward-looking statements in are subject to numerous risks, uncertainties and other factors that may cause future results to differ materially from those expressed or implied in such forward-looking statements. Such uncertainties and risks include, among others, financing risks, delays in obtaining or inability to obtain required regulatory approvals, **the Medical-Cannabis-Permit will not be obtained**, the Company will not be able to use the working capital to pay associated costs with the Agreement or **Medical-Cannabis Permit, as applicable, the acquisition of City-New-Sub-Co-Ltd. by the Company will not be completed as expected or will not have the benefits expected by management and changes in the Company's plans.** There can be no assurance that such statements will prove to be accurate, and actual results and future events could differ materially from those anticipated in such statements. Readers are cautioned not to place undue reliance on forward-looking statements. The Company does not intend, and expressly disclaims any intention or obligation to, update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except as required by law. There can be no assurance that the transaction contemplated by the Agreement will complete on the anticipated terms or at all.

Cautionary Note Regarding Forward-Looking Statements – Real Estate Sector / Material/Information / Spin-Co's:

Certain disclosure, by the Company (**resulting due to Spin-Out completed in September 2020**), including statements regarding the Agreement, the transactions contemplated thereby and the Company's pursuit of opportunities, may constitute "forward-looking information" within the meaning of Canadian securities legislation. In making the forward-looking statements in this Material/Information (including website), or release, the Company has applied certain factors and assumptions that the Company believes are reasonable, including that the Company will obtain the necessary regulatory approvals for the transactions contemplated by the Agreement, **the Rogoznica Project Acquisition will be completed, and related Permit will be obtained.** However, the forward-looking statements in this Material/Information - release are subject to numerous risks, uncertainties and other factors that may cause future results to differ materially from those expressed or implied in such forward-looking statements. Such uncertainties and risks include, among others, financing risks, delays in obtaining or inability to obtain required regulatory approvals, the Project and/or Permit will not be obtained, the Company will not be able to use the working capital to pay associated costs with the Agreement or Permit, as applicable, or will not have the benefits expected by management and changes in the Company's plans. There can be no assurance that such statements will prove to be accurate, and actual results and future events could differ materially from those anticipated in such statements. Readers are cautioned not to place undue reliance on forward-looking statements. The Company does not intend, and expressly disclaims any intention or obligation to, update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except as required by law. There can be no assurance that the transaction contemplated by the Agreement will complete on the anticipated terms or at all.



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