

No securities regulatory authority has expressed an opinion about these securities and it is an offence to claim otherwise.

This prospectus supplement (the "**Prospectus Supplement**"), together with the accompanying short form base shelf prospectus dated October 9, 2018 (the "**Prospectus**") to which it relates, as amended or supplemented, and each document incorporated or deemed to be incorporated by reference into this Prospectus Supplement and the accompanying Prospectus, constitutes a public offering of these securities only in those jurisdictions where they may be lawfully offered for sale and therein only by persons permitted to sell such securities.

These securities have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the "**U.S. Securities Act**"), or any state securities laws, and may not be offered or sold in the United States or to, or for the account or benefit of, U.S. Persons (as defined in Regulation S under the U.S. Securities Act). See "Plan of Distribution". This Prospectus Supplement does not constitute an offer to sell or a solicitation of an offer to buy any of these securities within the United States. See "Plan of Distribution".

Information has been incorporated by reference in this Prospectus Supplement and accompanying Prospectus to which it relates from documents filed with securities commissions or similar authorities in Canada. Copies of the documents incorporated herein by reference may be obtained on request without charge from the Corporate Secretary of MYM Nutraceuticals Inc. at Suite 250, 1095 West Pender Street, Vancouver, British Columbia, V6E 2M6, Telephone (604) 899-5267, and are also available electronically at www.sedar.com.

**PROSPECTUS SUPPLEMENT
TO THE SHORT FORM BASE SHELF PROSPECTUS DATED OCTOBER 9, 2018**

New Issue

October 17, 2018



MYM NUTRACEUTICALS INC.

Up to \$13,400,000 of Common Shares

This Prospectus Supplement of MYM Nutraceuticals Inc. ("**MYM**" or the "**Company**"), together with the accompanying short form base shelf prospectus dated October 9, 2018 (the "**Prospectus**"), qualifies the distribution (the "**Offering**") of common shares (each, a "**Common Share**") of the Company, having an aggregate offering price of up to \$13,400,000.

The Company has entered into an equity distribution agreement dated October 17, 2018 (the "**Distribution Agreement**") with GMP Securities L.P. (the "**Agent**") in respect of the Offering, pursuant to which the Company may distribute Common Shares from time to time through the Agent, as agent for the distribution of the Common Shares, in accordance with the terms of the Distribution Agreement. See "Plan of Distribution".

Sales of Common Shares, if any, under this Prospectus Supplement and the accompanying Prospectus will be made in transactions that are deemed to be "at-the-market distributions" as defined in National Instrument 44-102 - *Shelf*

Distributions ("NI 44-102"), including sales made directly on the Canadian Stock Exchange ("CSE") or any other recognized "marketplace" within the meaning of National Instrument 21-101 – *Marketplace Operation* (each, a "Marketplace") in Canada. The Common Shares will be distributed at market prices prevailing at the time of the sale. As a result, prices may vary as between purchasers and during the period of any distribution. **There is no minimum amount of funds that must be raised under the Offering. This means that the Company may terminate the Offering after raising only a small portion of the offering amount set out above, or none at all.** See "*Plan of Distribution*".

The Company will pay the Agent a fee equal to 3.50% of the gross proceeds from any sales of Common Shares under the Offering as compensation for its services in acting as agent in connection with the sale of Common Shares pursuant to the terms of the Distribution Agreement (the "**Commission**").

No underwriter or dealer involved in the Offering, no affiliate of such an underwriter or dealer and no person or company acting jointly or in concert with such an underwriter or dealer has over-allotted, or will over-allot, Common Shares in connection with the Offering or effected, or will effect, any other transactions that are intended to stabilize or maintain the market price of the Common Shares in connection with the Offering. See "*Plan of Distribution*".

The outstanding Common Shares are listed for trading on the CSE under the symbol "MYM", are quoted on the OTCQX Best Market under the symbol "MYMMF" and are quoted on the Frankfurt Stock Exchange under the symbol "OMY.F OMY.MU, OMY.SG". On October 16, the last trading day of the Common Shares prior to the date of this Prospectus Supplement, the closing price of the Common Shares on the CSE was \$1.13; the closing price of the Common Shares on the OTCQX was US\$0.86; and the closing price of the Common Shares on the Frankfurt Stock Exchange was €0.71.

No certificates evidencing the Common Shares will be issued to purchasers, except in certain limited circumstances, and registration will be made in the depository service of CDS Clearing and Depository Services Inc. ("**CDS**"). Purchasers of the Common Shares will receive only a customer confirmation from the Agent or other registered dealer who is a CDS participant and from or through whom a beneficial interest in the Common Shares is purchased.

Investing in the Common Shares involves significant risks. Prospective investors should carefully consider the risk factors described under the heading "*Risk Factors*" in this Prospectus Supplement and in the accompanying Prospectus, and the risk factors in the other documents incorporated herein and therein by reference, including the Annual Information Form (as defined herein).

Prospective investors should be aware that the acquisition, holding or disposition of the Common Shares may have tax consequences. This Prospectus Supplement may not describe these tax consequences fully. Prospective investors should read the tax discussion contained in this Prospectus Supplement under the heading "*Certain Canadian Federal Income Tax Considerations*" and should consult their own tax advisor with respect to their own particular circumstances.

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IMPORTANT NOTICE ABOUT INFORMATION IN THIS PROSPECTUS SUPPLEMENT AND THE ACCOMPANYING PROSPECTUS

This document is in two parts. The first part is this Prospectus Supplement, which describes the specific terms of the Offering. The second part is the accompanying Prospectus, which provides more general information, some of which may not apply to the Common Shares. If the description of the Common Shares varies between this Prospectus Supplement and the accompanying Prospectus, investors should rely on the information in this Prospectus Supplement. Before you invest, you should carefully read this Prospectus Supplement, the accompanying Prospectus and all information incorporated by reference herein and therein. These documents contain information you should consider when making your investment decision. This Prospectus Supplement may add, update or change information contained in the accompanying Prospectus or any of the documents incorporated by reference herein or therein. To the extent that any statement made in this Prospectus Supplement is inconsistent with statements made in the accompanying Prospectus or any documents incorporated by reference herein or therein filed prior to the date of this Prospectus Supplement, the statements made in this Prospectus Supplement will be deemed to modify or supersede those made in the accompanying Prospectus and such documents incorporated by reference herein or therein.

You should rely only on the information contained in or incorporated by reference into this Prospectus Supplement and the accompanying Prospectus. We have not, and the Agent has not, authorized anyone to provide you with different information. If anyone provides you with different or inconsistent information, you should not rely on it. The Company is offering to sell, and seeking offers to buy, Common Shares only in jurisdictions where offers and sales are permitted. The distribution of this Prospectus Supplement and the Offering in certain jurisdictions may be restricted by law. You should bear in mind that although the information contained in this Prospectus Supplement and the accompanying Prospectus is accurate as of any date on the front of such documents, such information may also be amended, supplemented or updated by the subsequent filing of additional documents deemed by law to be or otherwise incorporated by reference into this Prospectus Supplement and by any subsequently filed prospectus amendments.

This Prospectus Supplement does not constitute, and may not be used in connection with, an offer to sell, or a solicitation of an offer to buy, any securities offered by this Prospectus Supplement by any person in any jurisdiction in which it is unlawful for such person to make such an offer or solicitation.

This Prospectus Supplement is deemed to be incorporated by reference into the Prospectus solely for the purposes of the Offering. Other documents are also incorporated or deemed to be incorporated by reference into this Prospectus Supplement and into the Prospectus. See "*Documents Incorporated by Reference*".

Unless the context otherwise requires, references in this Prospectus Supplement and the accompanying Prospectus to "MYM", the "Company", "we", "us" and "our" includes MYM Nutraceuticals Inc. and each of its material subsidiaries, as the context requires.

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

This Prospectus Supplement, the accompanying Prospectus, and the documents incorporated by reference into this Prospectus Supplement, the accompanying Prospectus and the Company's other public disclosure contain "forward-looking information" within the meaning of applicable Canadian securities laws ("**forward-looking information**") concerning the Company's business plans, including, but not limited to, anticipated results and developments in MYM's operations in future periods, and other matters that may occur in the future. In certain cases, forward-looking information can be identified by the use of words such as "plans", "expects", "is expected", "budget", "target", "scheduled", "estimates", "forecasts", "intends", "anticipates", "determine", "continue", "projects", "potential", "proposed" or "believes", or variations or the negative of such words and phrases, or statements that certain actions, events or results "may", "could", "whether to", "would", "should", "likely", "might" or "will be taken", "occur" or "be achieved" or the negative of these terms or comparable terminology. Forward-looking information contained in this Prospectus Supplement and the accompanying Prospectus includes, but is not limited to, statements regarding:

- the Company's broad discretion to use the net proceeds from the Offering, and any additional offerings of Common Shares, warrants, subscription receipts, units and debt securities;

- the competitive and business strategies of the Company, including the Company's longer-term strategy of building, acquiring and growing businesses to become a world-class cannabis brand;
- the Company's ongoing investment strategy;
- the acquisition by the Company of other licence applications;
- the performance of the Company's business and operations;
- the intention to grow the business, operations and potential activities of the Company;
- the status of the Company's subsidiaries' Health Canada licence applications;
- the intended expansion of the Company's facilities, its costs and receipt of approval from Health Canada to complete such expansion;
- the expected production capacity and revenue of the Company's projects;
- the competitive conditions of the industry;
- the anticipated changes to Canadian federal laws regarding the use of recreational cannabis and the business impacts on the Company;
- whether the Company will continue to be in compliance with regulatory requirements;
- the Company's domestic and international expansion plans;
- the Company's intention to build a brand and develop cannabis products;
- the Company's intention to build valuable intellectual property and the anticipated benefits therefrom including accelerated sales growth and profit margins;
- analyses and other information based on expectations of future performance and planned products;
- possible events, conditions or financial performance that is based on assumptions about future economic conditions and courses of action;
- timing, costs and potential success of future activities on the Company's facilities and projects;
- future outlook and goals;
- permitting timelines and requirements, regulatory and legal changes and requirements for additional capital;
- the completion and expected cannabis production capacity of the facility proposed to be constructed by the Company's majority owned subsidiary, CannaCanada Inc., in Weedon, Quebec (the "**Weedon Facility**"), the facility proposed to be constructed by the Company's majority owned subsidiary, Sublime Culture Inc., in Laval, Quebec (the "**Laval Facility**") and the facility proposed to be constructed in New South Wales, Australia in which the Company holds a minority interest (the "**Northern Rivers Project**");
- MYM's plans for expansion, including expansion into other jurisdictions where the production and sale of cannabis is or is expected to be legal;
- whether the Company will have sufficient working capital and its ability to raise additional financing required in order to develop its business and continue operations;
- contributions and expected timing of contributions of cash to the Company's various projects and joint ventures;
- whether the key personnel will continue their employment with the Company;
- the development and operation and production capacity of the Laval Facility, the Weedon Facility and the Northern Rivers Project; and
- planned expenditures and budgets and the execution thereof.

Forward-looking information is not a guarantee of future performance and is based upon a number of estimates and assumptions of management in light of management's experience and perception of trends, current conditions and expected developments, as well as other factors that management believes to be relevant and reasonable in the circumstances, including, without limitation, assumptions about:

- possible events, conditions or financial performance that is based on assumptions about future economic conditions and courses of action;
- the Company's construction plans and timeframe for completion of such plans;
- the growth time, yield and revenue from the Company's proposed growing operations;
- general economic, financial market, regulatory and political conditions in which the Company operates;
- general demand and consumer interest in the Company's products;
- competition;

- anticipated and unanticipated costs;
- the future market price of medical and recreational cannabis;
- the ability of the Company to generate cash flow from operations and obtain necessary financing on acceptable terms;
- the ability of the Company to continue as a going concern;
- government regulation of the Company's activities and products, including in the areas of taxation and environmental protection;
- the timely receipt of any required regulatory approvals;
- the ability of the Company to obtain qualified staff, equipment and services in a timely and cost-efficient manner; and
- the ability of the Company to conduct operations in a safe, efficient and effective manner.

While the Company considers these assumptions to be reasonable, the assumptions are inherently subject to significant business, social, economic, political, regulatory, competitive and other risks and uncertainties, contingencies and other factors that could cause actual actions, events, conditions, results, performance or achievements to be materially different from those projected in the forward-looking information. Many assumptions are based on factors and events that are not within the control of the Company and there is no assurance they will prove to be correct.

Furthermore, by their very nature, forward-looking information involves a variety of known and unknown risks, uncertainties and other factors which may cause the actual plans, intentions, events, results, performance or achievements of the Company to be materially different from those expressed or implied by such forward-looking information. Such risks, uncertainties and other factors include, without limitation, those related to:

- the industry-wide risks;
- fluctuations in capital markets and share prices;
- the Company's ability to obtain financing;
- the Company's dependence on key personnel;
- the Company's operations and contractual obligations;
- availability of third party contractors or equipment;
- difficulties in construction or in obtaining qualified contractors to complete construction projects;
- the Company's reliance on joint venture parties and other counterparties;
- the Company's ability to manage anticipated and unanticipated costs;
- failure of equipment to operate as anticipated;
- unfavorable publicity or consumer perception of the cannabis industry or the Company;
- the impact of any negative scientific studies on the effects of cannabis;
- accidents, effects of weather and other natural phenomena and other risks associated with the marijuana industry;
- environmental risks;
- changes in laws and regulations may increase costs of doing business and/or restrict the Company's activities and operations or plans for international and domestic expansion;
- community relations;
- changes in the Company's over-all business strategy;
- restrictions imposed by the CSE on the Company's business;
- the Company's lack of operating revenues and the Company being subject to ongoing liquidity risks and having experienced limited revenue and negative cash flow in the past;
- risks related to the Company's ability to continue as a going concern;
- difficulties in securing additional financing;
- inability to obtain necessary licenses and permits, including Health Canada licenses;
- governmental regulations;
- delays in, or the Company's inability to execute on, its multi-phase expansion plan together with its joint venture partners and other counterparties for the Northern Rivers Project, Laval Facility and the Weedon Facility;
- the estimated costs associated with the Company's multi-phase expansion plans being greater than anticipated;

- inability to complete, or to achieve the expected production capacity of, the Northern Rivers Project, Laval Facility or the Weedon Facility;
- regulatory approvals for expansion of the Company's existing facilities;
- actual operating and financial performance of the facilities;
- equipment and processes relative to specification and expectations;
- market price of medical and recreational cannabis being less than anticipated;
- the growth time from proposed growing operations being longer than anticipated;
- the yield and revenue from proposed growing operations being less than anticipated;
- estimates used in the Company's consolidated financial statements proving to be incorrect;
- the Company's ability to maintain internal controls over financial reporting and disclosure, controls and procedures;
- a cyber security incident that could adversely affect the Company's ability to operate its business; and
- the risks described in the section entitled "*Risk Factors*" below, the documents incorporated by reference in this Prospectus Supplement and the accompanying Prospectus, including the Annual Information Form.

This is not an exhaustive list of the risks and factors that may affect the Company's forward-looking information. Although the Company has attempted to identify important factors that could affect the Company and may cause actual actions, events, conditions, results, performance or achievements to differ materially from those described in the forward-looking Information, there may be other factors that cause actions, events, conditions, results, performance or achievements not to be as anticipated, estimated or intended. In addition to those discussed in this Prospectus Supplement and the accompanying Prospectus, please refer to the risks described in the Company's public disclosure record, including this Prospectus Supplement and the accompanying Prospectus, and the Company's Annual Information Form.

The Company cautions that the foregoing lists of important assumptions and factors are not exhaustive. Other events or circumstances could cause actual results to differ materially from those estimated or projected and expressed in, or implied by, the forward-looking information contained in this Prospectus Supplement and the accompanying Prospectus. There can be no assurance that forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. Accordingly, readers should not place undue reliance on forward-looking information. MYM does not undertake any obligation to publicly update or revise any forward-looking information other than as required under applicable securities laws.

DOCUMENTS INCORPORATED BY REFERENCE

As at the date of this Prospectus Supplement, the following documents of the Company, filed with the securities regulatory authorities in each of the provinces of Canada, other than Quebec, are specifically incorporated by reference into, and form an integral part of, this Prospectus Supplement:

- a) the annual information form dated October 2, 2018 for the year ended May 31, 2018 (the "**Annual Information Form**");
- b) the audited consolidated financial statements as at and for the years ended May 31, 2018 and 2017, together with the notes thereto and the report of the auditor thereon (the "**Annual Financial Statements**");
- c) the management's discussion and analysis of the financial position and results of operations in respect of the Annual Financial Statements;
- d) the management information circular dated March 9, 2018 relating to the annual meeting of shareholders of the Company held on April 5, 2018; and
- e) the management information circular dated August 8, 2017 relating to the special meeting of shareholders of the Company held on September 13, 2017.

All documents of the type referred to in section 11.1 of Form 44-101F1 of National Instrument 44-101 — *Short Form*

Prospectus Distributions filed by the Company with the securities commissions or similar regulatory authorities in the applicable provinces of Canada after the date of this Prospectus Supplement, and before the termination of the distribution, are also deemed to be incorporated by reference into this Prospectus Supplement and the accompanying Prospectus.

Any statement contained in this Prospectus Supplement or in the accompanying Prospectus or in a document incorporated or deemed to be incorporated by reference herein or therein shall be deemed to be modified or superseded by this Prospectus Supplement to the extent that a statement contained herein or in any other subsequently filed document which also is or is deemed to be incorporated by reference herein modifies or supersedes such statement. The modifying or superseding statement need not state that it has modified or superseded a prior statement or include any other information set forth in the document it modifies or supersedes. The making of a modifying or superseding statement shall not be deemed an admission for any purposes that the modified or superseded statement, when made, constituted a misrepresentation, an untrue statement of a material fact or an omission to state a material fact that is required to be stated or that is necessary to make a statement not misleading in light of the circumstances in which it was made. Any statement so modified or superseded shall not constitute a part of this Prospectus Supplement or the accompanying Prospectus, except as so modified or superseded.

Copies of the documents incorporated herein by reference may be obtained on request without charge from the Corporate Secretary of MYM Nutraceuticals Inc. at Suite 250, 1095 West Pender Street, Vancouver, British Columbia, V6E 2M6, Telephone (604) 899-5267, and are also available electronically on SEDAR at www.sedar.com.

PROSPECTUS SUPPLEMENT

This summary highlights certain information about the Company, the Offering and selected information contained elsewhere in or incorporated by reference into this Prospectus Supplement or the accompanying Prospectus. This summary is not complete and does not contain all of the information that you should consider before deciding whether to invest in the Common Shares. For a more complete understanding of the Company and the Offering, we encourage you to read and consider carefully the more detailed information in this Prospectus Supplement and the accompanying Prospectus, including the information incorporated by reference into this Prospectus Supplement and the accompanying Prospectus, and in particular, the information under the heading "Risk Factors" in this Prospectus Supplement and the documents incorporated by reference into this Prospectus Supplement and the accompanying Prospectus. All capitalized terms used in this summary refer to definitions contained elsewhere in this Prospectus Supplement or the accompanying Prospectus, as applicable.

Overview

The Company operates in the nutraceuticals industry, and is in the business of acquiring and developing natural remedies and currently holds the rights to various intangible assets including intellectual property, domain names and copyrights and customer lists, and is the majority shareholder of two companies that have active applications to become a Licensed Producer under the *Access to Cannabis for Medical Purposes Regulations* ("ACMPR"). More detailed information regarding our business, operations, assets and properties can be found in the Annual Information Form and other documents which are incorporated herein by reference. See "*Documents Incorporated by Reference*".

THE OFFERING

Common Shares	Common Shares having an aggregate offering price of up to \$13,400,000.
Manner of offering	Sales of Common Shares, if any, under this Prospectus Supplement and the accompanying Prospectus will be made in transactions that are deemed to be "at-the-market distributions" as defined in NI 44-102, including sales made directly on the CSE or on any other Marketplace in Canada. The Common Shares will be distributed at market prices prevailing at the time of the sale of such Common Shares. See " <i>Plan of Distribution</i> ".
Use of proceeds	<p>The Company intends to use the net proceeds from the Offering, if any, to fund ongoing operations, capital expenditures and potential future acquisitions or investments. See "<i>Use of Proceeds</i>".</p> <p>All expenses relating to the Offering and any compensation paid to underwriters, dealers or agents, as the case may be, will be paid out of the proceeds from the sale of the Common Shares.</p>
Risk factors	See "Risk Factors" in this Prospectus Supplement and the risk factors discussed or referred to in the documents incorporated by reference (including the Annual Information Form) into this Prospectus Supplement and the accompanying Prospectus for a discussion of factors that should be read and considered before investing in the Common Shares.
Tax considerations	The acquisition, holding and disposition of Common Shares may have tax consequences. This Prospectus Supplement and the accompanying Prospectus may not describe these consequences fully. Investors should read the tax discussion in this Prospectus Supplement and consult with their tax advisor. See " <i>Certain Canadian Federal Income Tax Considerations</i> " in this Prospectus Supplement.

Listing symbol

The Common Shares are listed for trading on the CSE under the symbol "MYM", are quoted on the OTCQX Best Market under the symbol "MYMMF" and are quoted on the Frankfurt Stock Exchange under the symbol "OMY.F OMY.MU, OMY.SG".

RISK FACTORS

Investing in the Common Shares is speculative and involves a high degree of risk. The following risk factors, as well as risks currently unknown to the Company, could materially adversely affect the Company's future business, financial condition, results of operations and prospects and could cause them to differ materially from the estimates described in this Prospectus Supplement, the accompanying Prospectus or the documents incorporated by reference herein or therein, each of which could cause purchasers of Common Shares to lose part or all of their investment. Before deciding to invest in the Common Shares, investors should carefully consider the risk factors set out below, in addition to the other information contained in this Prospectus Supplement, the accompanying Prospectus and the documents incorporated by reference herein and therein.

Risks Relating to the Common Shares and the Offering

Future Sales or Issuances of Common Shares Could Decrease the Value of Any Existing Common Shares, Dilute Shareholders' Voting Power and Reduce the Company's Earnings per Common Share

The Company may issue additional Common Shares, including in subsequent offerings (including through the sale of securities convertible into, or exchangeable for, Common Shares) and under the Company's equity incentive plans and to finance future acquisitions or investments and other projects. The Company cannot predict the size of future issuances of Common Shares or the effect, if any, that future issuances of Common Shares will have on the market price of the Common Shares. Sales or issuances of a substantial number of Common Shares, or the perception that such sales or issuances could occur, may adversely affect prevailing market prices for the Common Shares. With any additional issuance of Common Shares, investors will suffer dilution to their voting power and the Company may experience dilution in its earnings per share.

There is no Certainty Regarding the Net Proceeds to the Company

There is no certainty that \$13,400,000 will be raised under the Offering. The Agent has agreed to use its commercially reasonable efforts to sell the Common Shares when and to the extent requested by the Company, but the Company is not required to request the sale of the maximum amount of Common Shares qualified under this Prospectus Supplement and, if it requests a sale, the Agent is not obligated to purchase any Common Shares that are not sold. As a result of the Offering being made on a commercially reasonable efforts basis with no minimum, and only as requested by the Company, the Company may raise substantially less than the maximum total Offering amount or none at all.

The Company has Broad Discretion Concerning the Use of Cash Resources, including the Proceeds of the Offering, as well as the Timing of Expenditures

The Company has broad discretion concerning the application of its cash resources and the timing of expenditures and shareholders may not agree with the manner in which the Company elects to allocate and spend cash resources. The results and the effectiveness of the application of cash resources are uncertain. The failure by the Company to apply cash resources effectively could have a material adverse effect on the business of the Company.

At the date of this Prospectus Supplement, the Company intends to use the proceeds from the Offering as indicated in the discussion under "Use of Proceeds". However, management of the Company will have broad discretion concerning the actual application of those net proceeds from the Offering and may elect to apply them differently than as described under "Use of Proceeds" if management believes it would be in the Company's best interest to do so. Shareholders will be relying on the judgment of management regarding the application of these net proceeds. Management of the Company could spend the proceeds from the Offering in ways that the Company's shareholders may not consider optimal or that do not yield a favourable return. Prospective investors will not have the opportunity, as part of their investment in the Common Shares, to influence the manner in which the proceeds of the Offering are used. The failure by management to apply the net proceeds effectively could have a material adverse effect on the Company's business.

There is no Certainty Regarding the Number of Common Shares to be Offered

The Common Shares will be sold by the Agent at the market price prevailing at the time of sale and, therefore, there is no certainty as to the number of Common Shares that may be sold under the Offering. If the prevailing market price for the Common Shares declines then the Company will be able to issue more Common Shares under the Offering and investors may suffer greater dilution.

The Common Shares are Publicly Traded and are Subject to Various Factors that have Historically Made their Market Price Volatile

The market price of the Common Shares has in the past been, and may continue to be, subject to large fluctuations which may result in losses for investors in the Common Shares. From January 1, 2018 until October 16, 2018, the closing price of the Common Shares on the CSE fluctuated from a low of \$0.88 per Common Share to a high of \$4.52 per Common Share. The market price of the Common Shares may increase or decrease in response to a number of events and factors, including:

- the Company's operating performance and the performance of competitors and other similar companies;
- volatility in exchange rates;
- the public's reaction to the Company's press releases, other public announcements and the Company's filings with the various securities regulatory authorities;
- changes in earnings estimates or recommendations by research analysts who track the Company's securities;
- changes in or related to the legislative framework pertaining to the Canadian recreational cannabis market;
- changes in general economic and/or political conditions;
- the arrival or departure of key personnel; and
- acquisitions, investments, strategic alliances or joint ventures involving the Company or its competitors.

In addition, the market price of the Common Shares may be affected by many variables not directly related to Company's success and not within Company's control, including other developments that affect the market for all securities in the Company's sector or the equity markets generally, the breadth of the public market for the Common Shares and the attractiveness of alternative investments. The effect of these and other factors on the market price of the Common Shares on the exchanges on which they trade has historically caused the market price of the Common Shares to be volatile. Such volatility may affect the ability of holders of Common Shares to sell their Common Shares at an advantageous price and may adversely affect the market prices of the Common Shares.

The Common Shares are Equity Interests and are Subordinate to Company's Existing and Future Indebtedness

The Common Shares are equity interests. This means the Common Shares will rank junior to indebtedness of the Company and to other non-equity claims on the Company and its assets available to satisfy claims on the Company, including claims in bankruptcy or similar proceedings. Further, the Common Shares place no restrictions on the Company's business or operations or on the Company's ability to incur indebtedness or engage in any transactions, subject only to the voting rights available to shareholders generally.

The Company has no Record of Paying Dividends and does not Intend to Pay Dividends in the Foreseeable Future

The Company has not paid dividends on its Common Shares since its incorporation and does not anticipate doing so in the foreseeable future. Payment of any future dividends will be at the discretion of the Company's board of directors after taking into account many factors, including the Company's operating results, financial condition, capital requirements, business opportunities and restrictions contained in any financing agreements. The Company may not generate sufficient cash from operations in the future to pay dividends on the Common Shares.

Negative Cash Flow From Operating Activities

The Company has not yet achieved positive operating cash flow, and the Company will continue to experience

negative cash flow from operations in the foreseeable future. The Company has incurred net losses in the past and may incur losses in the future and will continue to incur losses until and unless we can derive sufficient revenues from our business. Such future losses could have an adverse effect on the market price of the Company's securities, which could cause investors to lose part or all of their investment.

Going Concern

The Annual Financial Statements incorporated by reference herein were prepared under the assumption that the Company will continue as a going concern for the next twelve months. The Company's ability to realize its assets and discharge its liabilities and commitments in the normal course of business, and therefore, to continue as a going concern, is dependent on the Company having sufficient liquidity and achieving profitable operations that are sustainable. The Company cannot guarantee its ability to continue as a going concern, and if it were to cease to continue as such, the Company's securities would have little or no value.

USE OF PROCEEDS

The net proceeds from the Offering are not determinable in light of the nature of the distribution. The net proceeds of any given distribution of Common Shares through the Agent in an "at-the-market distribution" will be the gross proceeds after deducting the applicable compensation payable to the Agent under the Distribution Agreement and the expenses of the distribution.

The Company currently intends to use the net proceeds from the Offering, if any, to fund ongoing operations, capital expenditures and potential future acquisitions or investments. None of the proceeds have been allocated to a specific capital expenditure or future acquisition.

The total expenses of the Offering payable by the Company, excluding the Commission payable to the Agent under the Distribution Agreement, are estimated to be approximately \$500,000 based on raising the maximum total Offering amount over a period of 25 months.

Pursuant to a strategic advisory agreement (the "**SCI Agreement**") dated August 14, 2017 between the Company and Salman Capital Inc. ("**SCI**"), the Company is required to pay to SCI an advisory success fee in certain circumstances, which includes paying such fee in an amount equal to 2.0% of any funds raised by the Company in the Canadian capital markets through a brokerage during the term of the SCI Agreement, subject to certain exceptions. Accordingly, the Company expects to pay to SCI the advisory success fee in an amount equal to 2.0% of the gross proceeds of the Offering. The Company may pay this amount from the net proceeds from the sale of the Common Shares or from other sources of funds. SCI is not acting as an agent, and is in no way involved, in the distribution of the Common Shares.

Management of the Company will have broad discretion concerning the use of the proceeds from the Offering as well as the timing of the Company's expenditures. As a result, an investor will be relying on the judgment of management for the application of the net proceeds from the Offering.

For the financial year ended May 31, 2018, the Company had negative operating cash flow. The Company expects that the net proceeds from the Offering may be used to fund negative cash flow from operations.

The Company's working capital less deposits and prepaids was approximately \$7,966,667 at the Company's May 31, 2018 financial year end and \$4,456,210 as at September 30, 2018. The Company believes that the Company's cash on hand is sufficient to finance the Company's cash requirements through December 31, 2018. There is no certainty that proceeds will be raised under the Offering and the estimated timing of funds raised is uncertain due to the nature of the Offering. Other potential sources of cash flow include proceeds from additional debt or equity offerings.

While the Company intends to spend the net proceeds of the Offering as stated above, there may be circumstances where, for sound business reasons, a re-allocation of funds may be necessary or advisable. See "*Risk Factors*" in or incorporated by reference into this Prospectus Supplement and the accompanying Prospectus.

PLAN OF DISTRIBUTION

The Company has entered into the Distribution Agreement with the Agent under which the Company may issue and sell, from time to time, Common Shares through the Agent having an aggregate offering price of up to \$13,400,000 in each of the provinces of Canada, other than Quebec, pursuant to placement notices delivered by the Company to the Agent, from time to time, in accordance with the terms of the Distribution Agreement. Sales of Common Shares, if any, will be made in transactions that are deemed to be "at-the-market distributions" as defined in NI 44-102, including sales made directly on the CSE and any other Marketplace in Canada.

The amount of compensation to be paid by the Company to the Agent each time the Company wishes to issue and sell securities (each a "**Placement**") under the Distribution Agreement shall be equal to the Commission, being 3.5% of the gross proceeds from such Placement.

Subject to the pricing parameters in a placement notice, the Common Shares will be distributed at the market prices prevailing at the time of the sale. As a result, prices may vary as between purchasers and during the period of distribution. Pursuant to the Decision (defined below), the number of Common Shares sold on the CSE and all other Marketplaces in Canada as "at-the-market distributions" on any trading day will not exceed 25% of the aggregate trading volume of the Common Shares traded on the CSE and all other Marketplaces in Canada on that day.

The Agent will offer the Common Shares subject to the terms and conditions of the Distribution Agreement. The Company will (i) designate the maximum number of Common Shares to be sold, and (ii) specify any parameters in accordance with which the Company requires the Common Shares to be sold, pursuant to any single placement notice to the Agent. Subject to the terms and conditions of the Distribution Agreement, the Agent will use its commercially reasonable efforts to sell, on the Company's behalf, all of the Common Shares requested to be sold by the Company. The Company may instruct the Agent not to sell Common Shares if the sales cannot be effected at or above the price designated by the Company in any such placement notice.

Either the Company or the Agent may suspend the Offering upon proper notice to the other party. The Company and the Agent each have the right, by giving written notice as specified in the Distribution Agreement, to terminate the Distribution Agreement in each party's sole discretion at any time.

The Company will pay the Agent compensation for its services in acting as agent in the sale of Common Shares pursuant to the terms of the Distribution Agreement equal to the Commission, being 3.5% of the gross proceeds of the Offering. The remaining sales proceeds, after deducting any expenses payable by the Company, will equal the net proceeds to the Company from the sale of such Common Shares.

The Agent will provide written confirmation to the Company no later than the opening of the trading day immediately following the trading day on which it has made sales of the Common Shares under the Distribution Agreement. Such written confirmation will include the number of Common Shares sold on such day, the average price of the Common Shares sold on such day, the gross proceeds of such sales, the commissions payable by the Company to the Agent with respect to such sales, and the net proceeds payable to the Company.

No underwriter or dealer involved in the distribution, no affiliate of such an underwriter or dealer and no person or company acting jointly or in concert with such an underwriter or dealer has over-allotted, or will over-allot, securities in connection with the distribution or effected, or will effect, any other transactions that are intended to stabilize or maintain the market price of the Common Shares.

Within seven calendar days after the end of each month in which sales were made under this Prospectus Supplement, the Company will file on SEDAR a report disclosing the number and average price of the Common Shares distributed through a Marketplace in Canada pursuant to this Prospectus Supplement, as well as the gross proceeds, Commission and net proceeds with respect to sales during the prior month. We will also disclose the number and average price of the Common Shares sold under this Prospectus Supplement, as well as the gross proceeds, Commission and net proceeds from sales hereunder in our annual and interim financial statements and management's discussion and analysis filed on SEDAR for any quarters in which sales of Common Shares occur pursuant to this Prospectus Supplement.

Settlement for sales of Common Shares on the applicable exchange will occur, unless the parties agree otherwise, on the second trading day following the date on which any sales were made in return for payment of the net proceeds to the Company. There is no arrangement for funds to be received in an escrow, trust or similar arrangement. Sales of Common Shares will be settled through the facilities of CDS or by such other means as the Company and the Agent may agree upon.

Pursuant to the Distribution Agreement, the Distribution Agreement will terminate upon the earlier of (i) the issuance and sale of an aggregate amount of \$13,400,000 of Common Shares subject to the Distribution Agreement having an aggregate sale price of up to \$13,400,000, through the Agent and subject to the conditions of the Distribution Agreement, (ii) November 10, 2020, and (iii) the termination of the Distribution Agreement as permitted therein.

The Agent and their affiliates may in the future provide various investment banking, commercial banking and other financial services for the Company and its affiliates, for which services they may in the future receive customary fees.

The Common Shares have not been, and will not be, registered under the U.S. Securities Act, or any state securities laws, and may not be offered or sold in the United States or to, or for the account or benefit of, U.S. Persons. This Prospectus Supplement does not constitute an offer to sell or a solicitation of an offer to buy Common Shares in the United States.

Listing of the Common Shares will be subject to the Company fulfilling all the listing requirements of the CSE.

DESCRIPTION OF THE COMMON SHARES

The Company is authorized to issue an unlimited number of Common Shares, without par value. As at the date of this Prospectus Supplement, there are 120,037,200 Common Shares issued and outstanding. For a summary of certain material attributes and characteristics of the Common Shares, see “*Description of Share Capital – Common Shares*” in the Prospectus.

PRIOR SALES

Common Shares

During the 12-month period before the date of this Prospectus Supplement, the Company issued the following Common Shares:

DATE OF ISSUANCE	SECURITY	PRICE PER SECURITY	NUMBER OF SECURITIES
October 24, 2017	Common Shares ⁽⁴⁾	\$0.50	5,709,000
October 25, 2017	Common Shares ⁽²⁾	\$0.35	187,500
October 25, 2017	Common Shares ⁽²⁾	\$0.55	250,000
October 30, 2017	Common Shares ⁽¹⁾	\$0.40	200,000
November 7, 2017	Common Shares ⁽⁴⁾	\$0.50	771,000
November 8, 2017	Common Shares ⁽¹⁾	\$0.05	100,000
November 9, 2017	Common Shares ⁽⁶⁾	\$0.10	100,000
November 10, 2017	Common Shares ⁽¹⁾	\$0.40	184,500
November 14, 2017	Common Shares ⁽³⁾	\$2.04	25,000

DATE OF ISSUANCE	SECURITY	PRICE PER SECURITY	NUMBER OF SECURITIES
November 15, 2017	Common Shares ⁽⁶⁾	\$0.48	300,000
November 15, 2017	Common Shares ⁽¹⁾	\$0.40	915,000
November 15, 2017	Common Shares ⁽⁶⁾	\$0.20	62,500
November 15, 2017	Common Shares ⁽¹⁾	\$0.40	200,000
November 15, 2017	Common Shares ⁽⁶⁾	\$0.05	20,000
November 16, 2017	Common Shares ⁽⁶⁾	\$0.05	30,000
November 16, 2017	Common Shares ⁽¹⁾	\$0.40	195,500
November 17, 2017	Common Shares ⁽¹⁾	\$0.07	100,000
November 17, 2017	Common Shares ⁽¹⁾	\$0.40	58,333
November 20, 2017	Common Shares ⁽¹⁾	\$0.07	70,000
November 20, 2017	Common Shares ⁽⁶⁾	\$0.05	50,000
November 21, 2017	Common Shares ⁽¹⁾	\$0.40	420,000
November 22, 2017	Common Shares ⁽¹⁾	\$0.07	20,000
November 23, 2017	Common Shares ⁽¹⁾	\$0.40	130,000
November 28, 2017	Common Shares ⁽¹⁾	\$0.08	500,000
November 28, 2017	Common Shares ⁽⁶⁾	\$0.05	50,000
November 28, 2017	Common Shares ⁽¹⁾	\$0.40	100,000
November 29, 2017	Common Shares ⁽¹⁾	\$0.08	2,295,000
November 30, 2017	Common Shares ⁽⁵⁾	\$0.35	25,000
December 1, 2017	Common Shares ⁽¹⁾	\$0.40	80,000
December 4, 2017	Common Shares ⁽¹⁾	\$0.08	100,000
December 6, 2017	Common Shares ⁽¹⁾	\$0.07	50,000
December 7, 2017	Common Shares ⁽⁴⁾	\$2.50	240,000
December 11, 2017	Common Shares ⁽⁶⁾	\$0.05	500,000
December 11, 2017	Common Shares ⁽⁶⁾	\$0.05	250,000
December 11, 2017	Common Shares ⁽⁶⁾	\$0.05	250,000
December 12, 2017	Common Shares ⁽⁶⁾	\$0.05	250,000

DATE OF ISSUANCE	SECURITY	PRICE PER SECURITY	NUMBER OF SECURITIES
December 13, 2017	Common Shares ⁽⁶⁾	\$0.05	250,000
December 13, 2017	Common Shares ⁽¹⁾	\$0.40	50,000
December 14, 2017	Common Shares ⁽⁶⁾	\$0.05	250,000
December 14, 2017	Common Shares ⁽¹⁾	\$0.40	100,000
December 19, 2017	Common Shares ⁽⁵⁾	\$1.85	175,000
December 19, 2017	Common Shares ⁽¹⁾	\$0.40	215,555
December 20, 2017	Common Shares ⁽¹⁾	\$1.00	20,000
January 2, 2018	Common Shares ⁽⁶⁾	\$0.05	90,000
January 3, 2018	Common Shares ⁽⁶⁾	\$0.05	500,000
January 3, 2018	Common Shares ⁽¹⁾	\$0.40	6,000
January 8, 2018	Common Shares ⁽¹⁾	\$0.40	60,000
January 9, 2018	Common Shares ⁽¹⁾	\$0.40	39,500
January 12, 2018	Common Shares ⁽¹⁾	\$0.40	55,555
January 12, 2018	Common Shares ⁽⁶⁾	\$0.05	500,000
January 15, 2018	Common Shares ⁽¹⁾	\$0.55	25,000
January 16, 2018	Common Shares ⁽¹⁾	\$0.05	269,270
January 18, 2018	Common Shares ⁽³⁾	\$3.54	7,062
January 19, 2018	Common Shares ⁽³⁾	\$3.51	50,000
January 22, 2018	Common Shares ⁽¹⁾	\$0.07	50,000
January 22, 2018	Common Shares ⁽¹⁾	\$0.40	60,500
January 24, 2018	Common Shares ⁽¹⁾	\$0.40	30,000
January 30, 2018	Common Shares ⁽¹⁾	\$0.05	60,730
February 5, 2018	Common Shares ⁽⁶⁾	\$0.05	500,000
February 14, 2018	Common Shares ⁽¹⁾	\$1.00	30,000
February 20, 2018	Common Shares ⁽⁴⁾	\$2.00	5,000,000
February 21, 2018	Common Shares ⁽¹⁾	\$1.00	25,000
February 26, 2018	Common Shares ⁽⁴⁾	\$2.25	535,319

DATE OF ISSUANCE	SECURITY	PRICE PER SECURITY	NUMBER OF SECURITIES
February 26, 2018	Common Shares ⁽²⁾	\$2.33	800,000
February 27, 2018	Common Shares ⁽¹⁾	\$1.00	40,000
February 28, 2018	Common Shares ⁽¹⁾	\$1.00	40,000
March 1, 2018	Common Shares ⁽¹⁾	\$1.00	315,000
March 2, 2018	Common Shares ⁽¹⁾	\$1.00	40,000
March 6, 2018	Common Shares ⁽¹⁾	\$1.00	54,000
March 7, 2018	Common Shares ⁽¹⁾	\$0.70	150,000
March 8, 2018	Common Shares ⁽¹⁾	\$1.00	100,000
March 12, 2018	Common Shares ⁽¹⁾	\$1.00	10,000
March 12, 2018	Common Shares ⁽¹⁾	\$0.05	30,000
March 19, 2018	Common Shares ⁽¹⁾	\$1.00	22,000
March 20, 2018	Common Shares ⁽²⁾	\$0.55	500,000
March 21, 2018	Common Shares ⁽¹⁾	\$1.00	20,000
March 23, 2018	Common Shares ⁽¹⁾	\$1.00	108,000
March 27, 2018	Common Shares ⁽¹⁾	\$1.00	30,000
March 29, 2018	Common Shares ⁽¹⁾	\$1.00	15,000
April 6, 2018	Common Shares ⁽¹⁾	\$1.00	80,000
April 17, 2018	Common Shares ⁽¹⁾	\$1.00	70,000
April 23, 2018	Common Shares ⁽¹⁾	\$1.00	30,000
April 25, 2018	Common Shares ⁽¹⁾	\$1.00	12,000
May 4, 2018	Common Shares ⁽²⁾	\$1.71	350,000
May 8, 2018	Common Shares ⁽¹⁾	\$1.00	235,000
May 9, 2018	Common Shares ⁽¹⁾	\$0.40	562,328
May 10, 2018	Common Shares ⁽¹⁾	\$0.40	200,000
May 15, 2018	Common Shares ⁽¹⁾	\$0.40	55,000
May 16, 2018	Common Shares ⁽¹⁾	\$0.40	27,778
May 22, 2018	Common Shares ⁽¹⁾	\$1.00	25,000

DATE OF ISSUANCE	SECURITY	PRICE PER SECURITY	NUMBER OF SECURITIES
May 24, 2018	Common Shares ⁽¹⁾	\$1.00	215,000
May 31, 2018	Common Shares ⁽¹⁾	\$0.40	1,029,016
June 1, 2018	Common Shares ⁽¹⁾	\$0.40	427,555
June 4, 2018	Common Shares ⁽¹⁾	\$0.40	100,000
June 8, 2018	Common Shares ⁽¹⁾	\$1.00	100,000
June 8, 2018	Common Shares ⁽²⁾	\$0.24	500,000
June 12, 2018	Common Shares ⁽¹⁾	\$1.00	100,000
June 13, 2018	Common Shares ⁽¹⁾	\$1.00	17,500
June 21, 2018	Common Shares ⁽¹⁾	\$1.00	50,000
June 22, 2018	Common Shares ⁽¹⁾	\$1.00	200,000
July 3, 2018	Common Shares ⁽²⁾	\$1.71	300,000
July 3, 2018	Common Shares ⁽¹⁾	\$1.00	54,000
July 4, 2018	Common Shares ⁽¹⁾	\$1.00	120,000
August 27, 2018	Common Shares ⁽¹⁾	\$1.00	50,000
August 29, 2018	Common Shares ⁽¹⁾	\$1.00	10,000
September 6, 2018	Common Shares ⁽¹⁾	\$1.00	48,250
September 10, 2018	Common Shares ⁽³⁾	\$1.07	250,000
September 14, 2018	Common Shares ⁽⁴⁾	\$0.90	5,885,972
September 14, 2018	Common Shares ⁽³⁾	\$1.19	10,000
October 3, 2018	Common Shares ⁽¹⁾	\$1.00	40,000
October 10, 2018	Common Shares ⁽¹⁾	\$1.00	80,000
October 11, 2018	Common Shares ⁽¹⁾	\$1.00	96,000
October 15, 2018	Common Shares ⁽¹⁾	\$1.00	10,000

(1) Common Shares issued upon exercise of warrants of the Company.

(2) Common Shares issued pursuant to an acquisition involving the Company.

(3) Common Shares issued pursuant to a consulting or employment agreement.

(4) Common Shares issued under a private placement completed by the Company.

(5) Common Shares issued pursuant to a finder's agreement.

(6) Common Shares issued upon exercise of stock options granted by the Company pursuant to the Company's stock option plan.

Stock Options

During the 12-month period before the date of this Prospectus Supplement, the Company issued the following stock options, which are convertible into Common Shares but are not listed or quoted on a marketplace:

DATE OF ISSUANCE	SECURITY ⁽¹⁾	PRICE PER SECURITY	NUMBER OF SECURITIES
December 6, 2017	Stock Options	\$2.67	300,000
December 18, 2017	Stock Options	\$3.37(2)	200,000
February 26, 2018	Stock Options	\$1.98	800,000
March 2, 2018	Stock Options	\$2.41	140,000
March 7, 2018 (3)	Stock Options	\$3.18(3)	75,000
March 20, 2018	Stock Options	\$2.88	75,000
March 29, 2018	Stock Options	\$2.20	175,000
March 29, 2018	Stock Options	\$2.64	85,000
April 10, 2018	Stock Options	\$2.16	170,000
April 27, 2018	Stock Options	\$1.75	100,000
April 27, 2018	Stock Options	\$2.10	100,000
May 1, 2018	Stock Options	\$1.71	100,000
May 29, 2018	Stock Options	\$1.52	165,000
June 11, 2018	Stock Options	\$1.94	40,000
July 20, 2018	Stock Options	\$1.55	10,000
August 1, 2018	Stock Options	\$1.32	100,000
August 22, 2018	Stock Options	\$1.25	500,000

(1) All stock options were granted pursuant to the Company's stock option plan.

(2) Cancelled 140,000 stock options on March 20, 2018.

(3) Cancelled 75,000 stock options on April 19, 2018.

As of the date hereof, there are options outstanding to purchase 7,332,500 common shares of the Company at exercise prices ranging from \$0.05 to \$3.37 with expiry dates ranging from February 8, 2019 to February 26, 2024.

Warrants

During the 12-month period before the date of this Prospectus Supplement, the Company issued the following

warrants, which are convertible into Common Shares but are not listed or quoted on a marketplace:

DATE OF ISSUANCE	SECURITY	PRICE PER SECURITY	NUMBER OF SECURITIES
October 24, 2017	Warrants ⁽¹⁾	\$1.00	5,709,000
November 7, 2017	Warrants ⁽¹⁾	\$1.00	771,000
February 20, 2018	Warrants ⁽¹⁾	\$3.00	5,000,000
February 26, 2018	Warrants ⁽¹⁾	\$3.25	535,319
May 4, 2018	Warrants ⁽²⁾	\$2.04	100,000
September 14, 2018	Warrants ⁽¹⁾	\$1.50	5,885,972

(1) Warrants issued under a private placement completed by the Company.

(2) Warrants issued pursuant to an acquisition involving the Company.

As of the date hereof, there are 16,449,541 warrants outstanding.

TRADING PRICE AND VOLUME

The following table sets forth information relating to the monthly trading of the Common Shares on the CSE (under symbol "MYM") for the 12-month period prior to the date of this Prospectus Supplement:

Month	Price Range (\$)		Total Volume
	High	Low	
2017			
September	0.62	0.405	18,196,714
October	0.57	0.52	11,897,510
November	3.00	0.52	106,588,314
December	5.00	2.00	47,995,433
2018			
January	4.52	2.75	31,665,669
February	3.29	1.64	25,525,459
March	2.93	2.08	16,024,126
April	2.22	1.63	11,045,771
May	1.74	0.88	37,466,328
June	2.08	1.25	19,309,422
July	1.52	1.01	4,744,262
August	1.48	0.98	12,583,056

Month	Price Range (\$)		Total Volume
	High	Low	
September	1.34	1.03	12,919,691
October 1 – 16	1.25	1.05	6,422,068

On October 16, 2018, the last trading day of the Common Shares prior to the date of this Prospectus Supplement, the closing price of the Common Shares on the CSE was \$1.13.

CONSOLIDATED CAPITALIZATION

As of the date of this Prospectus Supplement, there have been no material changes to the share and loan capital of the Company on a consolidated basis, except for the issuance of Common Shares set forth under "*Prior Sales*", since the Company's financial year ended May 31, 2018.

CERTAIN CANADIAN FEDERAL INCOME TAX CONSIDERATIONS

In the opinion of Thorsteinssons LLP, Canadian tax counsel to the Company, the following is, as of the date hereof, a summary of the principal Canadian federal income tax considerations generally applicable to a purchaser who is a beneficial owner of Common Shares acquired under this Prospectus Supplement and who, for the purposes of the *Income Tax Act* (Canada) (the "**Tax Act**"), and at all relevant times: (i) is a holder who deals at arm's length with the Company and the Agent and is not affiliated with the Company or the Agent; and (ii) holds the Common Shares as capital property (a "**Holder**").

The Common Shares will generally be considered to be capital property to a Holder unless that Holder either uses or holds the Common Shares in the course of carrying on a business of trading or dealing in securities, or the Holder has acquired or has been deemed to acquire the Common Shares in a transaction or transactions considered to be an adventure or concern in the nature of trade.

This summary is based upon the provisions of the Tax Act and the regulations thereto in force as of the date hereof, all specific proposals to amend the Tax Act that have been publicly and officially announced by or on behalf of the Minister of Finance (Canada) prior to the date hereof (the "**Proposed Amendments**") and counsel's understanding of the current administrative and assessing policies and practices of the Canada Revenue Agency (the "**CRA**"), published in writing by it prior to the date hereof. This summary assumes the Proposed Amendments will be enacted in the form proposed. However, no assurance can be given that the Proposed Amendments will be enacted in their current form, or at all. This summary is not exhaustive of all possible Canadian federal income tax considerations and, except for the Proposed Amendments, does not take into account or anticipate any changes in the law or any changes in the CRA's administrative and assessing policies or practices, whether by legislative, governmental or judicial action or decision, nor does it take into account or anticipate any other federal or any provincial, territorial or foreign tax considerations, which may differ significantly from those discussed herein.

This summary is of a general nature only and is not, and is not intended to be, nor should it be construed to be, legal or tax advice to any prospective purchaser or holder of Common Shares, and no representations with respect to the income tax consequences to any particular prospective purchaser or holder are made. This summary is not exhaustive of all Canadian federal income tax considerations. Accordingly, prospective purchasers or holders of Common Shares should consult their own tax advisors with respect to their particular circumstances.

Holders Resident in Canada

This portion of the summary applies only to a Holder who, at all relevant times, is or is deemed to be, resident in Canada for the purposes of the Tax Act and any applicable tax treaty or convention ("**Resident Holder**").

This summary is not applicable to a Holder (i) that is a "specified financial institution" for the purposes of the Tax Act; (ii) an interest in which is a "tax shelter investment" within the meaning of the Tax Act; (iii) that is, for purposes of certain rules (referred to as the mark-to-market rules) applicable to securities held by financial institutions, a "financial institution" as defined in the Tax Act; (iv) that reports its "Canadian tax results" in a currency other than Canadian currency; (v) that is a corporation resident in Canada (for purposes of the Tax Act) that is or becomes, or does not deal at arm's length with a corporation resident in Canada (for purposes of the Tax Act) that is or becomes, as a part of a transaction or series of transactions that includes the acquisition of Common Shares, controlled by a non-resident corporation for the purposes of the foreign affiliate dumping rules in section 212.3 of the Tax Act, or (vi) that has entered or will enter into, with respect to their Common Shares, a "derivative forward agreement" as defined in the Tax Act. **Such Holders should consult their own tax advisors with respect to an investment in the Common Shares.**

A Resident Holder whose Common Shares might not otherwise qualify as capital property may be entitled to make the irrevocable election provided by subsection 39(4) of the Tax Act to have the Common Shares and every other "Canadian security" (as defined in the Tax Act) owned by such Holder in the taxation year of the election and in all subsequent taxation years deemed to be capital property. **Such Holders should consult their own tax advisors for advice as to whether an election under subsection 39(4) of the Tax Act is available and/or advisable in their particular circumstances.**

Dividends

A Resident Holder will be required to include in computing its income for a taxation year any dividends received or deemed to be received on the Common Shares. In the case of a Resident Holder that is an individual (other than certain trusts), such dividends will be subject to the gross-up and dividend tax credit rules normally applicable to dividends received or deemed to be received from taxable Canadian corporations, including the enhanced gross-up and dividend tax credit applicable to any dividend designated by the Company as "eligible dividends" in accordance with the provisions of the Tax Act. A dividend received or deemed to be received by a Resident Holder that is a corporation will generally be deductible in computing the corporation's taxable income. In certain circumstances, subsection 55(2) of the Tax Act will treat a taxable dividend received by a Resident Holder that is a corporation as proceeds of disposition or a capital gain. Resident Holders that are corporations should consult their own tax advisors having regard to their own circumstances.

A Resident Holder that is a "private corporation" or a "subject corporation", each as defined in the Tax Act, will generally be liable to pay a refundable tax under Part IV of the Tax Act on dividends received or deemed to be received on the Common Shares to the extent such dividends are deductible in computing the Resident Holder's taxable income for the taxation year.

Dispositions of Common Shares

Generally, on a disposition or deemed disposition of a Common Share, a Resident Holder will realize a capital gain (or capital loss) equal to the amount, if any, by which the proceeds of disposition, net of any reasonable costs of disposition, exceed (or are less than) the adjusted cost base to the Resident Holder of the Common Share immediately before the disposition or deemed disposition. For the purpose of computing the adjusted cost base of a Common Share to a Resident Holder, the cost of a Common Share acquired pursuant to the Offering will, at any particular time, be determined by averaging the cost of such share with the adjusted cost base of all other Common Shares held by the Resident Holder as capital property at that time.

Generally, a Resident Holder is required to include in computing its income for a taxation year one-half of the amount of any capital gain (a "**taxable capital gain**") realized by the Resident Holder in the year. Subject to and in accordance with the provisions of the Tax Act, a Resident Holder is required to deduct one-half of the amount of any capital loss (an "**allowable capital loss**") realized by the Resident Holder in a taxation year from taxable capital gains realized by the Resident Holder in the year of disposition and allowable capital losses in excess of taxable capital gains for the year may be carried back and deducted in any of the three preceding taxation years or carried forward and deducted in any subsequent taxation year against net taxable capital gains realized in such years, to the extent and under the circumstances specified in the Tax Act.

The amount of any capital loss realized by a Resident Holder that is a corporation on the disposition or deemed disposition of a Common Share may, in certain circumstances, be reduced by the amount of any dividends received or deemed to be received by the Holder on such Common Share to the extent and under the circumstances specified by the Tax Act. Similar rules may apply where a Resident Holder that is a corporation is a member of a partnership or beneficiary of a trust that owns Common Shares or where a partnership or trust is itself a member of a partnership or a beneficiary of a trust that owns Common Shares. Resident Holders to whom these rules may be relevant should consult their own tax advisors.

A Resident Holder that is throughout the relevant taxation year a "Canadian-controlled private corporation" (as defined in the Tax Act) also may be liable to pay an additional refundable tax on its "aggregate investment income" for the year which is defined in the Tax Act to include an amount in respect of taxable capital gains.

Alternative Minimum Tax

Dividends, paid or payable, or deemed to be paid or payable, to a Resident Holder who is an individual or trust (other than certain specified trusts), and capital gains realized on the disposition of Common Shares by such a Resident Holder, may increase the Resident Holder's liability, if any, for alternative minimum tax under the Tax Act.

Holdings Not Resident in Canada

This portion of the summary is generally applicable to a Holder who, at all relevant times, for purposes of the Tax Act and any applicable tax treaty or convention: (i) is not, and is not deemed to be, resident in Canada; and (ii) does not use or hold (and is not deemed to use or hold) the Common Shares in connection with carrying on a business in Canada ("**Non-Resident Holder**"). This portion of the summary does not apply to a Holder that carries on, or is deemed to carry on, an insurance business in Canada and elsewhere. **Such Non-Resident Holders should seek advice from their own tax advisors.**

Disposition of Common Shares

A Non-Resident Holder will not generally be subject to tax under the Tax Act on a disposition of a Common Share, unless the Common Share constitutes "taxable Canadian property" (as defined in the Tax Act) of the Non-Resident Holder at the time of disposition and the Non-Resident Holder is not entitled to relief under an applicable income tax treaty or convention.

Provided the Common Shares are listed on a "designated stock exchange", as defined in the Tax Act (which currently includes the CSE) at the time of disposition, the Common Shares will generally not constitute taxable Canadian property of a Non-Resident Holder at that time, unless at any time during the 60-month period immediately preceding the disposition the following two conditions are satisfied concurrently: (i) (a) the Non-Resident Holder; (b) persons with whom the Non-Resident Holder did not deal at arm's length; (c) partnerships in which the Non-Resident Holder or a person described in (b) holds a membership interest directly or indirectly through one or more partnerships; or (d) any combination of the persons and partnerships described in (a) through (c), owned 25% or more of the issued shares of any class or series of shares of the Company; and (ii) more than 50% of the fair market value of the Common Shares was derived directly or indirectly from one or any combination of: real or immovable property situated in Canada, "Canadian resource properties", "timber resource properties" (each as defined in the Tax Act), and options in respect of, or interests in or for civil law rights in, such properties. Notwithstanding the foregoing, in certain circumstances set out in the Tax Act, the Common Shares could be deemed to be taxable Canadian property. Even if the Common Shares are taxable Canadian property to a Non-Resident Holder, such Non-Resident Holder may be exempt from tax under the Tax Act on the disposition of such Common Shares by virtue of an applicable income tax treaty or convention. **A Non-Resident Holder contemplating a disposition of Common Shares that may constitute taxable Canadian property should consult its own tax advisor prior to such disposition.**

Receipt of Dividends

Dividends paid or credited (or deemed to be paid or credited) to a Non-Resident Holder on Common Shares will generally be subject to Canadian withholding tax under the Tax Act. The general rate of withholding tax is 25%, although such rate may be reduced under the provisions of an applicable income tax treaty or convention between Canada and the Non-Resident Holder's country of residence. For example, under the Canada-United States Income Tax Convention (1980) as amended (the "**U.S. Treaty**"), the rate is generally reduced to 15% where the Non-Resident Holder is a resident of the United States for the purposes of, and is entitled to the benefits of, the U.S. Treaty. **Non-Resident Holders should consult their own advisors to determine their entitlement to relief under an applicable income tax treaty or convention.**

TRANSFER AGENT AND REGISTRAR

The transfer agent and registrar for the Common Shares is Computershare Investor Services Inc. at its offices in Toronto, Ontario and Vancouver, British Columbia.

LEGAL MATTERS

Certain legal matters relating to the Offering will be passed upon by DuMoulin Black LLP and Thorsteinssons LLP, on behalf of the Company, and by Blake, Cassels & Graydon LLP, on behalf of the Agent.

As of the date of this Prospectus Supplement, the respective partners and associates of each of DuMoulin Black LLP, Thorsteinssons LLP and Blake, Cassels & Graydon LLP own beneficially, directly or indirectly, less than 1% of the Company's outstanding securities of any class and less than 1% of the outstanding securities of the Company's associates or affiliates.

EXPERTS

Charlton & Company, Chartered Professional Accountants, of Suite 1735 – 555 Burrard Street, Vancouver, British Columbia, V7X 1M9, are the auditors of the Company and have confirmed that they are independent with respect to the Company within the meaning of the Code of Professional Conduct of the Chartered Professional Accountants of British Columbia.

ELIGIBILITY FOR INVESTMENT

In the opinion of Thorsteinssons LLP, Canadian tax counsel to the Company, based on the provisions of the Tax Act and the regulations to the Tax Act in force on the date hereof, provided the Common Shares are listed on a "designated stock exchange" (as such term is defined in the Tax Act and which currently includes the CSE) or the Company is otherwise a "public corporation" (as such term is defined in the Tax Act) on the date hereof, the Common Shares will, on the date hereof, be a "qualified investment" under the Tax Act for trusts governed by a registered retirement savings plan ("**RRSP**"), registered retirement income fund ("**RRIF**"), deferred profit sharing plans ("**DPSP**"), registered education savings plan ("**RESP**"), registered disability savings plan ("**RDSP**") or tax-free savings account ("**TFSA**").

Notwithstanding that the Common Shares may be a qualified investment for a TFSA, RRSP, RRIF, RESP or RDSP (each a "**Registered Plan**"), if the Common Shares are a "prohibited investment" within the meaning of the Tax Act for a Registered Plan, the holder, annuitant or subscriber of the Registered Plan, as the case may be, will be subject to a penalty tax in respect of the Common Shares. A Common Share will generally not be a prohibited investment for a Registered Plan if the holder, annuitant or subscriber of the Registered Plan as the case may be, (a) deals at arm's length with the Company for the purposes of the Tax Act, and (b) does not have a "significant interest" (as defined in the Tax Act) in the Company for purposes of the prohibited investment rules in the Tax Act. **Holders, subscribers and annuitants should consult their own tax advisors with respect to whether the Common Shares would be a "prohibited investment" in their particular circumstances.**

PURCHASERS' RIGHTS

Securities legislation in certain of the provinces of Canada provide purchasers with the right to withdraw from an agreement to purchase securities and with remedies for rescission or, in some jurisdictions, revision of the price, or damages if the prospectus, prospectus supplements relating to the securities purchased by a purchaser and any amendment are not delivered to the purchaser, provided that the remedies are exercised by the purchaser within the time limit prescribed by securities legislation. However, purchasers of the Common Shares under an "at-the-market distribution" by the Company will not have any right to withdraw from an agreement to purchase the Common Shares and will not have remedies of rescission or, in some jurisdictions, revision of the price or damages for non-delivery of the prospectus because the prospectus, prospectus supplements or any amendment relating to the Common Shares purchased by such purchasers will not be delivered as permitted under a decision dated October 5, 2018 and granted pursuant to National Policy 11-203 – *Process for Exemptive Relief Applications in Multiple Jurisdictions* (the "**Decision**").

Securities legislation in certain of the provinces of Canada also provides purchasers with remedies for rescission or, in some jurisdictions, revision of the price, or damages if the prospectus, prospectus supplements relating to the securities purchased by a purchaser and any amendment contain a misrepresentation, provided that the remedies are exercised by the purchaser within the time limit prescribed by securities legislation. Any remedies under securities legislation in the jurisdictions that a purchaser of the Common Shares under an "at-the-market distribution" by the Company may have against the Company or the Agent for rescission or, in some jurisdictions, revision of the price or damages if the prospectus, prospectus supplements or any amendment relating to the Common Shares purchased by such purchasers contain a misrepresentation remain unaffected by the non-delivery of the prospectus and the Decision.

Purchasers should refer to the applicable provisions of the securities legislation and the Decision for the particulars of their rights or consult with a legal advisor.

In respect of "at-the-market distributions" made under this Prospectus Supplement, the statement of purchasers' rights as set out above supersedes the statement of purchasers' rights as set out under the heading "*Statutory Rights of Withdrawal and Rescission*" in the Prospectus.

ADDITIONAL INFORMATION

Copies of this Prospectus Supplement, the Prospectus, the Distribution Agreement and any documents incorporated herein by reference may be obtained on request without charge from the Corporate Secretary of MYM Nutraceuticals Inc. at Suite 250, 1095 West Pender Street, Vancouver, British Columbia, V6E 2M6, Telephone (604) 899-5267, and are also available electronically at www.sedar.com.

CERTIFICATE OF MYM NUTRACEUTICALS INC.

Dated: October 17, 2018

The short form prospectus, as supplemented by the foregoing, together with the documents incorporated in the prospectus by reference as of the date of a particular distribution of securities offered by the prospectus, will, as of that date, constitute full, true and plain disclosure of all material facts relating to the securities offered by the prospectus and this supplement as required by the securities legislation of each of the provinces of Canada other than Quebec.

"Robert Gietl"
Chief Executive Officer

"Craig Lennox"
Chief Financial Officer

ON BEHALF OF THE BOARD OF DIRECTORS

"Erick Factor"
Director

"Elizabeth Liu"
Director

This short form base shelf prospectus has been filed under legislation in each of the provinces of Canada, other than Quebec, that permits certain information about these securities to be determined after this prospectus has become final and that permits the omission from this prospectus of that information. The legislation requires the delivery to purchasers of a prospectus supplement containing the omitted information within a specified period of time after agreeing to purchase any of these securities except in cases where an exemption from such delivery requirement has been obtained.

No securities regulatory authority has expressed an opinion about these securities and it is an offence to claim otherwise. This short form base shelf prospectus constitutes a public offering of these securities only in those jurisdictions where they may be lawfully offered for sale and therein only by persons permitted to sell such securities. See "Plan of Distribution".

Information has been incorporated by reference in this short form base shelf prospectus from documents filed with securities commissions or similar authorities in Canada. Copies of the documents incorporated herein by reference may be obtained on request without charge from the Corporate Secretary of MYM Nutraceuticals Inc., at Suite 250, 1095 West Pender Street, Vancouver, British Columbia, V6E 2M6, Telephone (604) 899-5267 and are also available electronically at www.sedar.com.

SHORT FORM BASE SHELF PROSPECTUS

New Issue

October 9, 2018



MYM NUTRACEUTICALS INC.

\$50,000,000

COMMON SHARES

WARRANTS

SUBSCRIPTION RECEIPTS

UNITS

DEBT SECURITIES

MYM Nutraceuticals Inc. (the "**Company**" or "**MYM**") may offer and issue from time to time, the securities listed above or any combination thereof with the aggregate initial offering price not to exceed Cdn\$50,000,000 (or the equivalent in other currencies) during the 25 month period that this short form base shelf prospectus (this "**Prospectus**"), including any amendments thereto, remains effective. The Company's securities may be offered separately or together, in amounts, at prices and on terms to be determined based on market conditions at the time of sale and set forth in an accompanying shelf prospectus supplement (each, a "**Prospectus Supplement**").

The specific terms of the securities offered in a particular offering will be set out in a Prospectus Supplement and may include, where applicable (i) in the case of common shares, the number of common shares offered, the offering price and any other specific terms; (ii) in the case of warrants, the designation, number and terms of the securities issuable upon exercise of the warrants, any procedures that will result in the adjustment of these numbers, the exercise price, dates and periods of exercise, the currency in which the warrants are issued and any other specific terms; (iii) in the case of subscription receipts, the designation, number and terms of the securities issuable upon satisfaction of certain release conditions, any procedures that will result in the adjustment of these numbers, any additional payments to be made to holders of subscription receipts upon satisfaction of the release conditions, the terms of the release conditions, the terms governing the escrow of all or a portion of the gross proceeds from the sale of the subscription receipts, terms for the refund of all or a portion of the purchase price for the subscription receipts in the event that the release conditions are not met or any other specific terms; (iv) in

the case of units, the designation, number and terms of the common shares, warrants, subscription receipts or debt securities comprising the units; and (v) in the case of debt securities, the specific designation, the aggregate principal amount, the currency or the currency unit for which the debt securities may be purchased, the maturity, the interest provisions, the authorized denominations, the offering price, whether the debt securities are being offered for cash, the covenants, the events of default, any terms for redemption or retraction, any exchange or conversion rights attached to the debt securities and any other terms specific to the debt securities being offered. A Prospectus Supplement may include specific variable terms pertaining to the above-described securities that are not within the alternatives or parameters set forth in this Prospectus.

All shelf information permitted under applicable securities laws to be omitted from this Prospectus will be contained in one or more Prospectus Supplements that will be delivered to purchasers together with this Prospectus to the extent required by applicable securities laws (except where an exemption from such delivery requirement has been obtained). Each Prospectus Supplement will be incorporated by reference into this Prospectus for the purposes of securities legislation as of the date of the Prospectus Supplement and only for the purposes of the distribution of the securities to which the Prospectus Supplement pertains.

Prospective investors should be aware that the acquisition and disposition of the securities described herein may have tax consequences, which may not be fully described in this Prospectus or in any Prospectus Supplement. Prospective investors should read any tax discussion contained in the applicable Prospectus Supplement with respect to a particular offering of securities and consult with an independent tax advisor. See "Certain Income Tax Considerations" in this Prospectus.

Investing in our securities involves significant risks. Prospective investors should carefully consider the risk factors described under the heading "Risk Factors" and elsewhere in this Prospectus and in the documents incorporated by reference in this Prospectus.

This Prospectus constitutes a public offering of the securities only in those jurisdictions where they may be lawfully offered for sale and therein only by persons permitted to sell such securities. MYM may offer and sell securities to, or through, underwriters or dealers and also may offer and sell certain securities to one or more purchasers directly pursuant to applicable statutory exemptions. See "*Plan of Distribution*". The Prospectus Supplement relating to each issue of securities offered thereby will set forth the names of any underwriters, dealers, or agents involved in the offering and sale of such securities and will set forth the terms of the offering of such securities, the method of distribution of such securities, including, to the extent applicable, the proceeds to the Company and any fees, discounts or any other compensation payable to underwriters, dealers or agents, and any other material terms of the plan of distribution. No underwriter has been involved in the preparation of, or has performed a review of, the contents of this Prospectus.

Securities may be sold from time to time in one or more transactions at a fixed price or prices, which may be changed, or at non-fixed prices. If offered on a non-fixed price basis, securities may be offered at market prices prevailing at the time of sale, at prices related to such prevailing market prices or at prices to be negotiated with purchasers at the time of sale, including sales in transactions that are deemed to be "at-the-market distributions" as defined in National Instrument 44-102 – *Shelf Distributions* ("**NI 44-102**"), including sales made directly on the Canadian Securities Exchange (the "**CSE**") or other existing trading markets for the securities, which prices may vary as between purchasers and during the period of distribution of the securities, as set forth in an accompanying Prospectus Supplement.

No underwriter or dealer involved in an "at-the-market distribution" under this Prospectus, no affiliate of such an underwriter or dealer and no person or company acting jointly or in concert with such an underwriter or dealer will over-allot securities in connection with such distribution or effect any other transactions that are intended to stabilize or maintain the market price of the securities.

The Company's common shares are listed on the CSE under the symbol "MYM", and are quoted on the OTCQX Best Market under the symbol "MYMMF", and are quoted on the Frankfurt Stock Exchange under the symbol "OMY.F OMY.MU, OMY.SG". On October 5, 2018, the last trading day of the Company's common shares on the CSE prior to the date of this Prospectus, the closing price of the common shares on the CSE was \$1.12. On October 8, 2018, the last trading day of the Company's common shares on the OTCQX and Frankfurt Stock Exchange prior to the date of this Prospectus, the closing price of the common shares on the OTCQX was US\$0.90 and the closing price of the common shares on the Frankfurt Stock Exchange was €0.82. **Unless otherwise specified in a Prospectus**

Supplement, the securities (excluding any common shares) will not be listed on any securities exchange. Unless otherwise specified in a Prospectus Supplement, there is no market through which the Company's units, warrants, subscription receipts or debt securities may be sold and you may not be able to resell any of such securities purchased under this Prospectus or any Prospectus Supplement. This may affect the pricing of such securities in the secondary market, the transparency and availability of trading prices, the liquidity of the securities, and the extent of issuer regulation. See "Risk Factors".

Our head office is located at Suite 250, 1095 West Pender Street, Vancouver, British Columbia, V6E 2M6, Telephone (604) 899-5267. Our registered and records office is located at 10th Floor, 595 Howe Street, Vancouver, British Columbia, V6C 2T5.

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ABOUT THIS PROSPECTUS

You should rely only on the information contained in or incorporated by reference into this Prospectus. MYM has not authorized anyone to provide you with different information. MYM is not making an offer of these securities in any jurisdiction where the offer is not permitted. You should bear in mind that although the information contained in this Prospectus and any Prospectus Supplement is accurate as of any date on the front of such documents, such information may also be amended, supplemented or updated by the subsequent filing of additional documents deemed by law to be or otherwise incorporated by reference into this Prospectus and by any subsequently filed prospectus amendments.

This Prospectus provides a general description of the securities that the Company may offer. Each time the Company sells securities under this Prospectus, it will provide you with a Prospectus Supplement that will contain specific information about the terms of that offering, except to the extent permitted by law. A Prospectus Supplement may also add, update or change information contained in this Prospectus. Before investing in any securities, you should read both this Prospectus and any applicable Prospectus Supplement together with additional information described below under "Documents Incorporated by Reference".

Unless stated otherwise or the context otherwise requires, all references to dollar amounts in this Prospectus and any Prospectus Supplement are references to Canadian dollars. References to "\$" or "Cdn\$" are to Canadian dollars and references to "US\$" are to U.S. dollars. The Company's financial statements that are incorporated by reference into this Prospectus and any Prospectus Supplement have been prepared in accordance with IFRS.

Unless the context otherwise requires, references in this Prospectus and any Prospectus Supplement to "MYM", the "Company", "we", "us" or "our" includes MYM Nutraceuticals Inc. and each of its material subsidiaries.

Market data and certain industry forecasts used in this Prospectus or any applicable Prospectus Supplement and the documents incorporated by reference herein or therein were obtained from market research, publicly available information and industry publications. We believe that these sources are generally reliable, but the accuracy and completeness of the information is not guaranteed. We have not independently verified this information and do not make any representation as to the accuracy of this information.

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

This Prospectus, the documents incorporated by reference into this Prospectus and the Company's other public disclosure contain "forward-looking information" within the meaning of applicable Canadian securities laws ("**forward-looking information**") concerning the Company's business plans, including, but not limited to, anticipated results and developments in MYM's operations in future periods, and other matters that may occur in the future. In certain cases, forward-looking information can be identified by the use of words such as "plans", "expects", "is expected", "budget", "target", "scheduled", "estimates", "forecasts", "intends", "anticipates", "determine", "continue", "projects", "potential", "proposed" or "believes", or variations or the negative of such words and phrases, or statements that certain actions, events or results "may", "could", "whether to", "would", "should", "likely", "might" or "will be taken", "occur" or "be achieved" or the negative of these terms or comparable terminology. Forward-looking information contained in this Prospectus includes, but is not limited to, statements regarding:

- the Company's broad discretion to use the net proceeds from the offering of common shares, warrants, subscription receipts, units and debt securities;
- the competitive and business strategies of the Company, including the Company's longer-term strategy of building, acquiring and growing businesses to become a world-class cannabis brand;
- the Company's ongoing investment strategy;
- the acquisition by the Company of other licence applications;
- the performance of the Company's business and operations;
- the intention to grow the business, operations and potential activities of the Company;
- the status of the Company's subsidiaries' Health Canada licence applications;

- the intended expansion of the Company's facilities, its costs and receipt of approval from Health Canada to complete such expansion;
- the expected production capacity and revenue of the Company's projects;
- the competitive conditions of the industry;
- the anticipated changes to Canadian federal laws regarding the use of recreational cannabis and the business impacts on the Company;
- whether the Company will continue to be in compliance with regulatory requirements;
- the Company's domestic and international expansion plans;
- the Company's intention to build a brand and develop cannabis products;
- the Company's intention to build valuable intellectual property and the anticipated benefits therefrom including accelerated sales growth and profit margins;
- analyses and other information based on expectations of future performance and planned products;
- possible events, conditions or financial performance that is based on assumptions about future economic conditions and courses of action;
- timing, costs and potential success of future activities on the Company's facilities and projects;
- future outlook and goals;
- permitting time lines and requirements, regulatory and legal changes and requirements for additional capital;
- the completion and expected cannabis production capacity of the facility proposed to be constructed by the Company's majority owned subsidiary, CannaCanada Inc., in Weedon, Quebec (the "**Weedon Facility**"), the facility proposed to be constructed by the Company's majority owned subsidiary, Sublime Culture Inc., in Laval, Quebec (the "**Laval Facility**") and the facility proposed to be constructed in New South Wales, Australia in which the Company holds a minority interest (the "**Northern Rivers Project**");
- MYM's plans for expansion, including expansion into other jurisdictions where the production and sale of cannabis is or is expected to be legal;
- whether the Company will have sufficient working capital and its ability to raise additional financing required in order to develop its business and continue operations;
- contributions and expected timing of contributions of cash to the Company's various projects and joint ventures;
- whether the key personnel will continue their employment with the Company;
- the development and operation and production capacity of the Laval Facility, the Weedon Facility and the Northern Rivers Project; and
- planned expenditures and budgets and the execution thereof.

Forward-looking information is not a guarantee of future performance and is based upon a number of estimates and assumptions of management in light of management's experience and perception of trends, current conditions and expected developments, as well as other factors that management believes to be relevant and reasonable in the circumstances, including, without limitation, assumptions about:

- possible events, conditions or financial performance that is based on assumptions about future economic conditions and courses of action;
- the Company's construction plans and timeframe for completion of such plans;
- the growth time, yield and revenue from the Company's proposed growing operations;
- general economic, financial market, regulatory and political conditions in which the Company operates;
- general demand and consumer interest in the Company's products;
- competition;
- anticipated and unanticipated costs;
- the future market price of medical and recreational cannabis;
- the ability of the Company to generate cash flow from operations and obtain necessary financing on acceptable terms;

- government regulation of the Company's activities and products, including in the areas of taxation and environmental protection;
- the timely receipt of any required regulatory approvals;
- the ability of the Company to obtain qualified staff, equipment and services in a timely and cost-efficient manner; and
- the ability of the Company to conduct operations in a safe, efficient and effective manner.

While the Company considers these assumptions to be reasonable, the assumptions are inherently subject to significant business, social, economic, political, regulatory, competitive and other risks and uncertainties, contingencies and other factors that could cause actual actions, events, conditions, results, performance or achievements to be materially different from those projected in the forward-looking information. Many assumptions are based on factors and events that are not within the control of the Company and there is no assurance they will prove to be correct.

Furthermore, by their very nature, forward-looking information involves a variety of known and unknown risks, uncertainties and other factors which may cause the actual plans, intentions, events, results, performance or achievements of the Company to be materially different from those expressed or implied by such forward-looking information. Such risks, uncertainties and other factors include, without limitation, those related to:

- the industry-wide risks;
- fluctuations in capital markets and share prices;
- the Company's ability to obtain financing;
- the Company's dependence on key personnel;
- the Company's operations and contractual obligations;
- availability of third party contractors or equipment;
- difficulties in construction or in obtaining qualified contractors to complete construction projects;
- the Company's reliance on joint venture parties and other counterparties;
- the Company's ability to manage anticipated and unanticipated costs;
- failure of equipment to operate as anticipated;
- unfavorable publicity or consumer perception of the cannabis industry or the Company;
- the impact of any negative scientific studies on the effects of cannabis;
- accidents, effects of weather and other natural phenomena and other risks associated with the marijuana industry;
- environmental risks;
- changes in laws and regulations may increase costs of doing business and/or restrict the Company's activities and operations or plans for international and domestic expansion;
- community relations;
- changes in the Company's over-all business strategy;
- restrictions imposed by the CSE on the Company's business;
- the Company's lack of operating revenues;
- difficulties in securing additional financing;
- inability to obtain necessary licenses and permits, including Health Canada licenses;
- governmental regulations;
- delays in, or the Company's inability to execute on, its multi-phase expansion plan together with its joint venture partners and other counterparties for the Northern Rivers Project, Laval Facility and the Weedon Facility;
- the estimated costs associated with the Company's multi-phase expansion plans being greater than anticipated;
- inability to complete, or to achieve the expected production capacity of, the Northern Rivers Project, Laval Facility or the Weedon Facility;
- regulatory approvals for expansion of the Company's existing facilities;
- actual operating and financial performance of the facilities;
- equipment and processes relative to specification and expectations;
- market price of medical and recreational cannabis being less than anticipated;

- the growth time from proposed growing operations being longer than anticipated;
- the yield and revenue from proposed growing operations being less than anticipated;
- estimates used in the Company's consolidated financial statements proving to be incorrect;
- the Company's ability to maintain internal controls over financial reporting and disclosure, controls and procedures;
- a cyber security incident that could adversely affect the Company's ability to operate its business; and
- the risks described in the section entitled "Risk Factors" below, the documents incorporated by reference in this Prospectus, including the Annual Information Form (as defined below), and any Prospectus Supplement.

This is not an exhaustive list of the risks and factors that may affect the Company's forward-looking information. Although the Company has attempted to identify important factors that could affect the Company and may cause actual actions, events, conditions, results, performance or achievements to differ materially from those described in the forward-looking Information, there may be other factors that cause actions, events, conditions, results, performance or achievements not to be as anticipated, estimated or intended. In addition to those discussed in this Prospectus, please refer to the risks described in the Company's public disclosure record, including this Prospectus and the Company's Annual Information Form.

The Company cautions that the foregoing lists of important assumptions and factors are not exhaustive. Other events or circumstances could cause actual results to differ materially from those estimated or projected and expressed in, or implied by, the forward-looking information contained in this Prospectus. There can be no assurance that forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. Accordingly, readers should not place undue reliance on forward-looking information. MYM does not undertake any obligation to publicly update or revise any forward-looking information other than as required under applicable securities laws.

DOCUMENTS INCORPORATED BY REFERENCE

Information has been incorporated by reference in this Prospectus from documents filed with securities commissions or similar authorities in Canada (the "Commissions"). Copies of the documents incorporated herein by reference may be obtained on request without charge from the Corporate Secretary of MYM at Suite 250, 1095 West Pender Street, Vancouver, British Columbia, V6E 2M6, Telephone (604) 899-5267 and are also available electronically on SEDAR which can be accessed electronically at www.sedar.com.

The following documents of the Company, which have been filed with the Commissions in each of the provinces of Canada, other than Quebec, are specifically incorporated by reference into, and form an integral part of, this Prospectus:

- (i) the annual information form dated October 2, 2018 for the year ended May 31, 2018 (the "**Annual Information Form**");
- (ii) the audited consolidated financial statements as at and for the years ended May 31, 2018 and 2017, together with the notes thereto and the report of the auditor thereon (the "**Annual Financial Statements**");
- (iii) the management's discussion and analysis of financial condition and results of operations in respect of the Annual Financial Statements;
- (iv) the management information circular dated March 9, 2018 relating to the annual meeting of shareholders of the Company held on April 5, 2018; and
- (v) the management information circular dated August 8, 2017 relating to the special meeting of shareholders of the Company held on September 13, 2017.

Any documents of the type required by National Instrument 44-101 – *Short Form Prospectus Distributions* ("NI 44-101") to be incorporated by reference in a short form prospectus, including any annual information form, material change reports (excluding confidential material change reports), any interim and annual consolidated financial statements and related management discussion and analysis, information circulars (excluding those portions that, pursuant to NI 44-101, are not required to be incorporated by reference herein), any business acquisition reports, any news releases or public communications containing financial information about the Company for a financial period more recent than the periods for which financial statements are incorporated herein by reference, and any other disclosure documents required to be filed pursuant to an undertaking to a provincial or territorial securities regulatory authority that are filed by the Company with various securities commissions or similar authorities in Canada after the date of this Prospectus and prior to the termination of the offering under any Prospectus Supplement, shall be deemed to be incorporated by reference in this Prospectus.

Any statement contained in this Prospectus or in a document incorporated or deemed to be incorporated by reference herein shall be deemed to be modified or superseded for purposes of this Prospectus to the extent that a statement contained herein or in any other subsequently filed document which also is or is deemed to be incorporated by reference herein modifies or supersedes such statement. The modifying or superseding statement need not state that it has modified or superseded a prior statement or include any other information set forth in the document it modifies or supersedes. The making of a modifying or superseding statement shall not be deemed an admission for any purposes that the modified or superseded statement, when made, constituted a misrepresentation, an untrue statement of a material fact or an omission to state a material fact that is required to be stated or that is necessary to make a statement not misleading in light of the circumstances in which it was made. Any statement so modified or superseded shall not constitute a part of this Prospectus, except as so modified or superseded.

A Prospectus Supplement containing the specific terms of an offering of securities, disclosure of earnings coverage ratios, if applicable, and other information relating to the securities, will be delivered to prospective purchasers of such securities together with this Prospectus (except in cases where an exemption from such delivery requirement has been obtained) and will be deemed to be incorporated into this Prospectus as of the date of such Prospectus Supplement only for the purpose of the offering of securities covered by that Prospectus Supplement.

Any "template version" of any "marketing materials" (as such terms are defined in National Instrument 41-101 – *General Prospectus Requirements* ("NI 41-101")) pertaining to a distribution of securities will be filed under the Company's corporate profile on SEDAR at www.sedar.com. In the event that such marketing materials are filed subsequent to the date of filing of the applicable Prospectus Supplement pertaining to the distribution of the securities to which such marketing materials relates and prior to the termination of such distribution, such filed versions of the marketing materials will be deemed to be incorporated by reference into the Prospectus for purposes of future offers and sales of securities hereunder.

Upon a new annual information form and the related audited annual financial statements and management's discussion and analysis being filed by the Company with, and, where required, accepted by, the applicable securities commissions or similar regulatory authorities during the currency of this Prospectus, the previous annual information form, the previous audited annual financial statements and related management's discussion and analysis, and all interim financial statements and related management's discussion and analysis, material change reports and business acquisition reports filed prior to the commencement of the Company's financial year in which the new annual information form and the related annual financial statements and management's discussion and analysis are filed shall be deemed no longer to be incorporated into this Prospectus for purposes of further offers and sales of securities hereunder. Upon new interim financial statements and related management's discussion and analysis being filed by us with the applicable securities commissions or similar regulatory authorities during the currency of this Prospectus, all interim financial statements and related management's discussion and analysis filed prior to the new interim consolidated financial statements and related management's discussion and analysis shall be deemed no longer to be incorporated into this Prospectus for purposes of future offers and sales of securities hereunder. Upon a new information circular relating to an annual general meeting of holders of common shares of the Company being filed by us with the applicable securities commissions or similar regulatory authorities during the currency of this Prospectus, the information circular for the preceding annual general

meeting of holders of common shares shall be deemed no longer to be incorporated into this Prospectus for purposes of future offers and sales of securities hereunder.

SUMMARY DESCRIPTION OF BUSINESS

As used in this Prospectus, the terms "we", "us", "our", "MYM" and "the Company" refer to MYM Nutraceuticals Inc. and its material subsidiaries unless the context otherwise requires.

The Company operates in the nutraceuticals industry, and is in the business of acquiring and developing natural remedies and currently holds the rights to various intangible assets including intellectual property, domain names and copyrights and customer lists, and is the majority shareholder of two companies that have active applications to become a Licensed Producer under the *Access to Cannabis for Medical Purposes Regulations* ("ACMPR").

The Company's vision is to build a globally integrated seed-to-sale cannabis company through the construction of large-scale, efficient facilities and focused international expansion.

RISK FACTORS

An investment in any securities of the Company is speculative and involves a high degree of risk due to the nature of MYM's business and the present stage of development of its projects. The following risk factors, as well as risks not currently known to the Company, could materially adversely affect the Company's future business, financial condition, results of operations and prospects and could cause them to differ materially from the forward-looking statements relating to the Company. Before deciding to invest in any securities, investors should consider carefully the risk factors set out below, those contained in the section entitled "Cautionary Note Regarding Forward-Looking Statements" above, those contained in the documents incorporated by reference in this Prospectus, including those described in the Company's historical consolidated financial statements, the related notes thereto and the Annual Information Form, and those described in any Prospectus Supplement.

The following risk factors, as well as risks not currently known to the Company or that the Company currently deems to be immaterial, could materially adversely affect the Company's future business, financial condition, results of operations earnings and prospects and could cause them to differ materially from the forward-looking statements relating to the Company. The risk factors discussed below do not comprise a comprehensive list of risk factors related to the Company's business and operations.

Loss of Investment

An investment in the offered securities is suitable only for those investors who are willing to risk a loss of some or all of their investment and who can afford to lose some or all of their investment.

Forward-Looking Statements May Prove Inaccurate

Investors are cautioned not to place undue reliance on forward-looking statements in this Prospectus, the documents incorporated herein and the Company's other public disclosure. By their nature, forward-looking statements involve numerous assumptions, known and unknown risks and uncertainties, of both a general and specific nature, that could cause actual results to differ materially from those suggested by the forward-looking statements or contribute to the possibility that predictions, forecasts and projections will prove to be materially inaccurate.

Negative Cash Flow From Operating Activities

The Company has not yet achieved positive operating cash flow, and the Company will continue to experience negative cash flow from operations in the foreseeable future. The Company has incurred net losses in the past and may incur losses in the future and will continue to incur losses until and unless we can derive sufficient revenues from our business. Such future losses could have an adverse effect on the market price of the Company's securities, which could cause investors to lose part or all of their investment.

Dilution

The Company will require additional funds to finance our growth and development strategy. If the Company elects to raise additional funds by issuing additional equity securities, such financing may substantially dilute the interests of the Company's shareholders. The Company may also issue additional common shares or securities convertible into common shares in the future pursuant to existing and new agreements in respect of our projects or other acquisitions and pursuant to existing securities of the Company. If additional funds are financed wholly or partially with debt, such financing could involve restrictive covenants relating to capital raising activities and other financial and operational matters, which may make it more difficult for the Company to obtain additional capital and to pursue business opportunities, and could restrict the Company from paying dividends and making other distributions to our shareholders. In the event of a bankruptcy or liquidation of the Company, holders of debt would generally be entitled to payment of their claims from the assets of the Company before any assets are made available for distribution to the Company's shareholders.

No Assurance of Active or Liquid Market

No assurance can be given that an active or liquid trading market for the common shares will be sustained. If an active or liquid market for the common shares fails to be sustained, the prices at which such shares trade may be adversely affected. Whether or not the common shares will trade at lower prices depends on many factors, including the liquidity of the common shares, prevailing interest rates and the markets for similar securities, general economic conditions and the Company's financial condition, historic financial performance and future prospects.

There is No Public Market for Certain of the Securities

There is no public market for the debt securities, warrants, subscription receipts or units and, unless otherwise specified in the applicable Prospectus Supplement, we do not intend to apply for listing of the debt securities, warrants, subscription receipts or units on any securities exchange. If the debt securities, warrants, subscription receipts or units are traded after their initial issue, they may trade at a discount from their initial offering prices depending on prevailing interest rates (as applicable), the market for similar securities and other factors, including general economic conditions and our financial condition. There can be no assurance as to the liquidity of the trading market for the debt securities, warrants, subscription receipts or units, or that a trading market for these securities will develop.

Financial Resources

There is no guarantee that the Company will be able to achieve our business objectives. Substantial expenditures are required to develop the Company's projects and execute on our business plan. There can be no assurance that the Company will be able to raise sufficient funding on acceptable terms or at all. The failure to raise required capital could result in the delay or indefinite postponement of the Company's business objectives, other changes to the Company's plans or the Company going out of business.

Cost Estimates

It is possible that the final costs of the Company's projects may be significantly greater than anticipated by the Company's management, and may be greater than funds available to the Company. In such circumstance, the Company may curtail, or extend the timeframes for completing, our projects and capital expenditure plans. This could have an adverse effect on our financial results.

Key Inputs

The Company's business plan is focused on the development of facilities that will, if licensed and completed, produce and sell cannabis. The production of cannabis is dependent on a number of key inputs and their related costs, including raw materials and supplies related to its growing operations, as well as electricity, water and other utilities. The Company's proposed growing operations would consume considerable energy, making the Company

vulnerable to rising energy costs. Any significant interruption or negative change in the availability or economics of the supply chain for key inputs could materially impact the advancement of the Company's projects and the Company's financial condition and operating results. Any inability to secure required supplies and services or to do so on appropriate terms could have a materially adverse impact on our business, financial condition and operating results.

Failure to Comply with Regulatory Requirements

The Company's past, current and proposed future operations are subject to a variety of laws, regulations and guidelines relating to the licensing, manufacture, management, transportation, storage, sale, health and safety and disposal of cannabis, including the ACMPR. We currently incur, and will continue to incur, ongoing costs and obligations related to regulatory compliance. Any past or future failure on our part to comply with regulations may result in additional costs for corrective measures, penalties or in restrictions on our operations, and could adversely affect our reputation and prospects. In May 2018, in response to a request by Health Canada, the Company's subsidiary, Joshua Tree Brands Inc. suspended production and sales of its cannabidiol (CBD) products and related activities due to Joshua Tree Brands Inc. not having the required licenses. There can be no assurance that further enforcement action will not be taken. In addition, changes in regulations, more vigorous enforcement thereof or other unanticipated events could require extensive changes to our operations, increased compliance costs or give rise to material liabilities, which could have a material adverse effect on our business, results of operations and financial condition.

The Legislative Framework Pertaining to the Canadian Recreational Cannabis Market is Uncertain

The *Cannabis Act* is not yet in force, and the regulations to the *Cannabis Act* have not yet been published. The legislative framework pertaining to the Canadian recreational cannabis market is uncertain. In addition, the governments of the Canadian provinces and territories have, to varying degrees, announced proposed regulatory regimes for the distribution and sale of recreational cannabis within those jurisdictions. There is no guarantee that legislation regulating the distribution and sale of recreational cannabis will be enacted according to all the terms announced by such provinces and territories, or at all. If enacted, such legislation could be repealed. The enactment, implementation and impact of any new legislative framework for the regulation of the Canadian recreational cannabis market is uncertain and may be adverse to the Company's prospects, financial condition and results of operations.

Acquisitions

There are risks inherent in any acquisition, including acquisitions that have been completed, or may be completed in the future, by the Company. There could be unknown or undisclosed risks or liabilities of acquired companies or assets for which the Company is not sufficiently indemnified. Any such unknown or undisclosed risks or liabilities could materially and adversely affect the Company's financial performance and results of operations. The Company could encounter additional transaction and integration related costs or other factors such as the failure to realize all, or any, of the anticipated benefits from the acquisitions.

Strategic Alliances

The Company currently has, and may in the future enter into, strategic alliances and other commercial arrangements with third parties that the Company believes will complement, augment or advance our existing business. Such strategic alliances and arrangements could present unforeseen integration obstacles or costs, may not enhance our business, and may involve risks that could adversely affect us, including significant amounts of management time that may be diverted from operations to pursue, complete and maintain such strategic alliances and arrangements. Such strategic alliances and arrangements could result in the incurrence of significant costs and contingent liabilities and the issuance of shares or convertible securities and there can be no assurance that such strategic alliances or arrangements will achieve their expected benefits to our business. Any of the foregoing risks and uncertainties could have a material adverse effect on our business, financial condition and results of operations.

Construction of Facilities

The construction of the Company's proposed facilities is subject to various potential problems and uncertainties, and may be delayed or adversely affected by a number of factors beyond our control, including the failure to obtain regulatory approvals, permits, delays in the delivery or installation of equipment, shortages in materials or labor, defects in design or construction, diversion of management resources and insufficient funding or other resource constraints. Moreover, actual costs for construction may exceed our budgets. As a result of construction delays, cost overruns, changes in market circumstances or other factors, our projects may not be able to achieve the intended economic benefits, which in turn may materially and adversely affect our business, prospects, financial condition and results of operations.

International Expansion

The Company's planned expansion into jurisdictions outside of Canada is subject to additional business risks, including whether any market for our proposed products will develop or be maintained, and regulatory uncertainty and changes. The Company may face new or unexpected risks and significantly increase its exposure to one or more existing risk factors, including economic instability, changes in laws and regulations and the effects of competition. These factors may limit the Company's ability to successfully expand its operations into such jurisdictions and may have a material adverse effect on our business, financial condition and results of operations. The Company's current and future expansion plans may include expansion into emerging markets, such as Colombia. Such operations expose the Company to socioeconomic conditions as well as the laws governing the cannabis industry in such countries. Inherent risks with conducting foreign operations include, but are not limited to: high rates of inflation; extreme fluctuations in currency exchange rates; military repression; war or civil war; social and labor unrest; organized crime; hostage taking; terrorism; violent crime; expropriation and nationalization; renegotiation or nullification of existing licenses, approvals, permits and contracts; changes in taxation policies; restrictions on foreign exchange and repatriation; and changing political norms, currency controls and adverse governmental regulations. International expansion will increase the Company's operational, regulatory, compliance, reputational and foreign exchange rate risks. The Company's expansion plans are subject to change and such changes may result in significant expenditures and impairment losses.

Discretion in the Use of Proceeds

Management of the Company will have broad discretion concerning the use of the proceeds of any offering of securities under a Prospectus Supplement as well as the timing of the Company's expenditures. As a result, an investor will be relying on the judgment of management for the application of the net proceeds. The results and the effectiveness of the application of the proceeds are uncertain. If the proceeds are not applied effectively, the Company's results of operations may suffer.

USE OF PROCEEDS

Unless otherwise specified in a Prospectus Supplement, the net proceeds of any offering of securities under a Prospectus Supplement will be used for general corporate purposes, including funding ongoing operations, potential future acquisitions and capital expenditures. For the financial year ended May 31, 2018, the Company had negative operating cash flow. More detailed information regarding the use of proceeds from a sale of securities will be included in the applicable Prospectus Supplement, including, if applicable, whether such proceeds will be used to fund negative operating cash flow in future periods. See "*Risk Factors*".

All expenses relating to an offering of securities and any compensation paid to underwriters, dealers or agents, as the case may be, will be paid out of the proceeds from the sale of the securities, unless otherwise stated in the applicable Prospectus Supplement.

PRIOR SALES

Prior sales of the Company's securities will be provided as required in a Prospectus Supplement with respect to the issuance of securities pursuant to such Prospectus Supplement.

TRADING PRICE AND VOLUME

The following table sets out information relating to the monthly trading of the common shares of the Company on the CSE (under symbol "MYM") for the 12 month period prior to the date of this Prospectus:

Month	Price Range (\$)		Total Volume
	High	Low	
2017			
September	0.62	0.405	18,196,714
October	0.57	0.52	11,897,510
November	3.00	0.52	106,588,314
December	5.00	2.00	47,995,433
2018			
January	4.52	2.75	31,665,669
February	3.29	1.64	25,525,459
March	2.93	2.08	16,024,126
April	2.22	1.63	11,045,771
May	1.74	0.88	37,466,328
June	2.08	1.25	19,309,422
July	1.52	1.01	4,744,262
August	1.48	0.98	12,583,056
September	1.34	1.03	12,919,691
October 1 - 5	1.18	1.08	1,609,556

On October 5, 2018, the last trading day of the Company's common shares prior to the date of this Prospectus, the closing price of the common shares on the CSE was \$1.12.

DIVIDEND POLICY

MYM has not declared or paid any dividends on its common shares since the date of formation. Any decision to pay dividends on common shares in the future will be made by the board of directors on the basis of the earnings, financial requirements, applicable corporate law requirements and other conditions existing at such time.

EARNINGS COVERAGE RATIO

Earnings coverage ratios will be provided as required in the applicable Prospectus Supplement with respect to the issuance of debt securities pursuant to this Prospectus.

CONSOLIDATED CAPITALIZATION

As of the date of this Prospectus, there have been no material changes to the share and loan capital since May 31, 2018, the date of MYM's most recently filed financial statements, except for the issuance by the Company of: (i) 800,000 common shares in connection with acquisitions by the Company; (ii) 1,317,305 common shares in connection with the exercise of warrants of the Company in accordance with their terms; (iii) 260,000 common shares in connection with consulting or employment agreements; and (iv) 5,885,972 common shares in connection with a private placement completed by the Company on September 14, 2018.

DESCRIPTION OF SHARE CAPITAL

Authorized Capital

The Company's authorized capital consists of an unlimited number of common shares without par value.

Common Shares

All of the Company's common shares are of the same class and rank equally as to dividends, voting powers and participation in assets and in all other respects, on liquidation, dissolution or winding up of the Company, whether voluntary or involuntary, or any other distribution of the assets of the Company among its shareholders for the purpose of winding up its affairs after the Company has paid out its liabilities. The common shares are not subject to call or assessment by the Company nor are there any pre-emptive, conversion, exchange, redemption or retraction rights attaching to the common shares. All registered shareholders are entitled to receive a notice of any general meeting of the shareholders to be convened by the Company. At any general meeting, subject to the restrictions on joint registered owners of common shares, on a show of hands every shareholder who is present in person and entitled to vote has one vote and on a poll, every shareholder has one vote for each common share of which he, she or it is the registered owner and may exercise such vote either in person or by proxy. As at the date of this Prospectus, 119,851,200 common shares were issued and outstanding.

Options

As of the date of this Prospectus, there were options outstanding to purchase 7,332,500 common shares of the Company at exercise prices ranging from \$0.05 to \$3.37 with expiry dates ranging from February 8, 2019 to February 26, 2024.

Warrants

As of the date of this Prospectus, there were warrants outstanding to purchase 16,635,541 common shares of the Company at exercise prices ranging from \$0.07 to \$3.25 with expiry dates ranging from October 24, 2018 to November 4, 2020.

DESCRIPTION OF SECURITIES OFFERED UNDER THIS PROSPECTUS

The Company may offer common shares, warrants, subscription receipts, units or debt securities with a total value of up to Cdn\$50,000,000 (or the equivalent in other currencies) from time to time under this Prospectus, together with any applicable Prospectus Supplement, at prices and on terms to be determined by market conditions at the time of offering. This Prospectus provides you with a general description of the securities the Company may offer. Each time the Company offers securities, the specific amounts, prices and other important terms of the securities will be described in the applicable Prospectus Supplement, including, to the extent applicable:

- designation or classification;
- aggregate offering price;
- original issue discount, if any;
- redemption, conversion or exchange terms, if any;
- conversion or exchange prices, if any, and, if applicable, any provisions for changes to or adjustments in the conversion or exchange prices and in the securities or other property receivable upon conversion or exchange;
- restrictive covenants, if any; and
- voting or other rights, if any.

A Prospectus Supplement may also add, update or change information contained in this Prospectus or in documents the Company has incorporated by reference. However, no Prospectus Supplement will offer a security that is not described in this Prospectus.

Description of Common Shares

The Company may offer common shares, which the Company may issue independently or together with warrants, subscription receipts or debt securities, and the common shares may be separate from or attached to such securities. See “*Description of Share Capital – Common Shares*”.

Description of Warrants

Warrants may be offered separately or together with other securities, as the case may be. Each series of warrants will be issued under a separate warrant indenture to be entered into between the Company and one or more banks or trust companies acting as warrant agent. The applicable Prospectus Supplement will include details of the terms and conditions of the warrants being offered. The warrant agent will act solely as the Company's agent and will not assume a relationship of agency with any holders of warrant certificates or beneficial owners of warrants. The following sets forth certain general terms and provisions of the warrants offered under this Prospectus. The specific terms of the warrants, and the extent to which the general terms described in this section apply to those warrants, will be set forth in the applicable Prospectus Supplement. This description will include, where applicable:

- the designation and aggregate number of warrants;
- the price at which the warrants will be offered;
- the currency or currencies in which the warrants will be offered;
- the designation and terms of the common shares purchasable upon exercise of the warrants;
- the date on which the right to exercise the warrants will commence and the date on which the right will expire;
- the number of common shares that may be purchased upon exercise of each warrant and the price at which and currency or currencies in which the common shares may be purchased upon exercise of each warrant;
- the designation and terms of any securities with which the warrants will be offered, if any, and the number of the warrants that will be offered with each security;
- the date or dates, if any, on or after which the warrants and the related securities will be transferable separately;
- whether the warrants will be subject to redemption or call and, if so, the terms of such redemption or call provisions; and
- any other material terms, conditions and rights (or limitations on such rights) of the warrants.

Prior to the exercise of their warrants, holders of warrants will not have any of the rights of holders of common shares issuable upon exercise of the warrants.

The Company reserves the right to set forth in a Prospectus Supplement specific terms of the warrants that are not within the options and parameters set forth in this Prospectus. In addition, to the extent that any particular terms of the warrants described in a Prospectus Supplement differ from any of the terms described in this Prospectus, the description of such terms set forth in this Prospectus shall be deemed to have been superseded by the description of such differing terms set forth in such Prospectus Supplement with respect to such warrants.

Description of Subscription Receipts

The Company may issue subscription receipts, which will entitle holders to receive upon satisfaction of certain release conditions and for no additional consideration, common shares, warrants, debt securities or a combination thereof. Subscription receipts will be issued pursuant to one or more subscription receipt agreements (each, a "**Subscription Receipt Agreement**"), each to be entered into between the Company and an escrow agent (the "**Escrow Agent**"), which will establish the terms and conditions of the subscription receipts. Each Escrow Agent will be a financial institution organized under the laws of Canada or a province thereof and authorized to carry on business as a trustee. The Company will file on SEDAR a copy of any Subscription Receipt Agreement after the Company has entered into it.

The following description sets forth certain general terms and provisions of subscription receipts and is not intended to be complete. The statements made in this Prospectus relating to any Subscription Receipt Agreement and subscription receipts to be issued thereunder are summaries of certain anticipated provisions thereof and are subject to, and are qualified in their entirety by reference to, all provisions of the applicable Subscription Receipt Agreement and the applicable Prospectus Supplement describing such Subscription Receipt Agreement. The Company urges you to read the applicable Prospectus Supplement related to the particular subscription receipts that the Company sells under this Prospectus, as well as the applicable Subscription Receipt Agreement.

A Prospectus Supplement and a Subscription Receipt Agreement for any subscription receipts the Company offers will describe the specific terms of the subscription receipts and may include, but are not limited to, any of the following:

- the designation and aggregate number of subscription receipts offered;
- the price at which the subscription receipts will be offered;
- the currency or currencies in which the subscription receipts will be offered;
- the designation, number and terms of the common shares, warrants, debt securities or combination thereof to be received by holders of subscription receipts upon satisfaction of the release conditions, and the procedures that will result in the adjustment of those numbers;
- the conditions (the "**Release Conditions**") that must be met in order for holders of subscription receipts to receive for no additional consideration common shares, warrants, debt securities or a combination thereof;
- the procedures for the issuance and delivery of common shares, warrants, debt securities or a combination thereof to holders of subscription receipts upon satisfaction of the Release Conditions;
- whether any payments will be made to holders of subscription receipts upon delivery of the common shares, warrants, debt securities or a combination thereof upon satisfaction of the Release Conditions (e.g., an amount equal to dividends declared on common shares by the Company to holders of record during the period from the date of issuance of the subscription receipts to the date of issuance of any common shares pursuant to the terms of the applicable Subscription Receipt Agreement);
- the terms and conditions under which the Escrow Agent will hold all or a portion of the gross proceeds from the sale of subscription receipts, together with interest and income earned thereon (collectively, the "**Escrowed Funds**"), pending satisfaction of the Release Conditions;
- the terms and conditions pursuant to which the Escrow Agent will hold common shares, warrants, debt securities or a combination thereof pending satisfaction of the Release Conditions;
- the terms and conditions under which the Escrow Agent will release all or a portion of the Escrowed Funds to the Company upon satisfaction of the Release Conditions;

- if the subscription receipts are sold to or through underwriters or agents, the terms and conditions under which the Escrow Agent will release a portion of the Escrowed Funds to such underwriters or agents in payment of all or a portion of their fees or commission in connection with the sale of the subscription receipts;
- procedures for the refund by the Escrow Agent to holders of subscription receipts of all or a portion of the subscription price for their subscription receipts, plus any pro rata entitlement to interest earned or income generated on such amount, if the Release Conditions are not satisfied;
- any contractual right of rescission to be granted to initial purchasers of subscription receipts in the event this Prospectus, the Prospectus Supplement under which subscription receipts are issued or any amendment hereto or thereto contains a misrepresentation;
- any entitlement of the Company to purchase the subscription receipts in the open market by private agreement or otherwise;
- whether the Company will issue the subscription receipts as global securities and, if so, the identity of the depositary for the global securities;
- whether the Company will issue the subscription receipts as bearer securities, registered securities or both;
- provisions as to modification, amendment or variation of the applicable Subscription Receipt Agreement or any rights or terms attaching to the subscription receipts;
- the identity of the Escrow Agent;
- whether the subscription receipts will be listed on any exchange; and
- any other material terms, conditions and rights (or limitations on such rights) of the subscription receipts.

The holders of subscription receipts will not be shareholders of the Company. Holders of subscription receipts will be entitled only to receive common shares, warrants, debt securities or a combination thereof on exchange of their subscription receipts, plus any cash payments provided for under a Subscription Receipt Agreement, if the Release Conditions are satisfied. If the Release Conditions are not satisfied, the holders of subscription receipts shall be entitled to a refund of all or a portion of the subscription price therefor and all or a portion of the pro rata share of interest earned or income generated thereon, as shall be provided in a Subscription Receipt Agreement.

The Company reserves the right to set forth in a Prospectus Supplement specific terms of the subscription receipts that are not within the options and parameters set forth in this Prospectus. In addition, to the extent that any particular terms of the subscription receipts described in a Prospectus Supplement differ from any of the terms described in this Prospectus, the description of such terms set forth in this Prospectus shall be deemed to have been superseded by the description of such differing terms set forth in such Prospectus Supplement with respect to such subscription receipts.

Under any Subscription Receipt Agreement, an original purchaser of subscription receipts will have a contractual right of rescission following the issuance of common shares and/or other securities of the Company issued or delivered to such purchaser upon exchange of subscription receipts, entitling the purchaser to receive the amount paid for the subscription receipts upon surrender or deemed surrender of the subscription receipts, if this Prospectus, the relevant Prospectus Supplement, and any amendment thereto, contains a misrepresentation, provided such remedy for rescission is exercised within 180 days of the date the subscription receipts are issued.

Description of Units

The Company may issue units comprised of one or more of the other securities described in this Prospectus in any combination. Each unit will be issued so that the holder of the unit is also the holder of each security included in the unit. Thus, the holder of a unit will have the rights and obligations of a holder of each included security. The unit agreement, if any, under which a unit is issued may provide that the securities comprising the unit may not be held or transferred separately, at any time or at any time before a specified date.

The particular terms and provisions of units offered by any Prospectus Supplement, and the extent to which the general terms and provisions described below may apply thereto, will be described in a Prospectus Supplement filed in respect of such units. This description will include, where applicable:

- the designation and aggregate number of units offered;
- the price at which the units will be offered;
- if other than Canadian dollars, the currency or currency unit in which the units are denominated;
- the terms of the units and of the securities comprising the units, including whether and under what circumstances those securities may be held or transferred separately;
- the number of securities that may be purchased upon exercise of each unit, if applicable, and the price at which and currency or currency unit in which that amount of securities may be purchased upon exercise of each unit;
- any provisions for the issuance, payment, settlement, transfer or exchange of the units or of the securities comprising the units; and
- any other material terms, conditions and rights (or limitations on such rights) of the units.

The Company reserves the right to set forth in a Prospectus Supplement specific terms of the units that are not within the options and parameters set forth in this Prospectus. In addition, to the extent that any particular terms of the units described in a Prospectus Supplement differ from any of the terms described in this Prospectus, the description of such terms set forth in this Prospectus shall be deemed to have been superseded by the description of such differing terms set forth in such Prospectus Supplement with respect to such units.

Description of Debt Securities

The Company may offer debt securities, which the Company may issue independently or together with common shares, warrants or subscription receipts, and the debt securities may be separate from or attached to such securities. The Company may also from time to time issue debt securities and incur additional indebtedness other than pursuant to debt securities issued under this Prospectus. The following sets forth certain general terms and provisions of the debt securities. The particular terms and provisions of debt securities offered by a Prospectus Supplement, and the extent to which the general terms and provisions described below may apply to such debt securities, will be described in such Prospectus Supplement.

The debt securities will be issued under one or more indentures between the Company and a financial institution or trust company organized under the laws of Canada or any province of Canada and authorized to carry on business as a trustee (each, a “**Debenture Trustee**”), as supplemented and amended from time to time (each a “**Trust Indenture**”).

The following description sets forth certain general terms and provisions of debt securities. The description is not, however, exhaustive and is subject to, and qualified in its entirety by reference to, the detailed provisions of the applicable Trust Indenture. Accordingly, reference should also be made to the applicable Trust Indenture, a copy of which will be filed by us with applicable provincial securities commissions or similar regulatory authorities after it has been entered into and before the issue of any debt securities thereunder, and will be available electronically on SEDAR at www.sedar.com.

The debt securities may be issued from time to time in one or more series. The Company may specify a maximum aggregate principal amount for the debt securities of any series and, unless otherwise provided in the applicable Trust Indenture, a series of debt securities may be reopened for issuance of additional debt securities of that series.

The debt securities will constitute senior or subordinated indebtedness of MYM as described in the applicable Prospectus Supplement. If the debt securities are senior indebtedness, they will rank equally and rateably with all other unsecured indebtedness of the Company from time to time issued and outstanding which is not subordinated. If the debt securities are subordinated indebtedness, they will be subordinated to senior indebtedness of the Company as described in the applicable Prospectus Supplement and their ranking with respect to other subordinated indebtedness of the Company from time to time outstanding will be as described in the applicable Prospectus Supplement. The Company reserves the right to specify in a Prospectus Supplement whether a particular series of subordinated debt securities is subordinated to any other series of subordinated debt securities.

A Prospectus Supplement will set forth the terms and other information with respect to the debt securities being offered thereby, including, where applicable:

- the designation, aggregate principal amount and authorized denominations of such debt securities;
- the currency or currency units for which the debt securities may be purchased and the currency or currency unit in which the principal and any interest is payable (in either case, if other than Canadian dollars);
- the offering price of the debt securities and the percentage of the principal amount at which such debt securities will be issued;
- the date or dates on which such debt securities will mature, including any provision for the extension of a maturity date, or the method of determining such date(s);
- the rate or rates per annum at which such debt securities will bear interest (if any), or the method of determination of such rates (if any);
- the dates on which such interest will be payable and the record dates for such payments;
- any guarantees given in respect of the debt securities;
- the identity of the Debenture Trustee under the Trust Indenture pursuant to which the debt securities are to be issued;
- any redemption term or terms under which such debt securities may be defeased;
- any repayment or sinking fund provisions;
- events of default and covenants in respect of the debt securities;
- provisions governing amendments to the Trust Indenture;
- whether such debt securities are to be issued in registered form, "book entry only" form, bearer form or in the form of temporary or permanent global securities and the basis of exchange, transfer and ownership thereof;
- any exchange or conversion terms;
- whether such debt securities will be subordinated to other liabilities of the Company;
- whether such debt securities will be secured or unsecured; and

- any other specific terms, conditions and rights (or limitations on such rights) of the debt securities.

The Company reserves the right to set forth in a Prospectus Supplement specific terms of the debt securities that are not within the options and parameters set forth in this Prospectus. In addition, to the extent that any particular terms of the debt securities described in a Prospectus Supplement differ from any of the terms described in this Prospectus, the description of such terms set forth in this Prospectus shall be deemed to have been superseded by the description of such differing terms set forth in such Prospectus Supplement with respect to such debt securities.

PLAN OF DISTRIBUTION

MYM may sell securities to or through underwriters or dealers, and also may sell securities to one or more other purchasers directly or through agents pursuant to exemptions from registration or qualification under applicable securities laws. Each Prospectus Supplement will set forth the terms of the offering, including the name or names of any underwriters, dealers or agents, the purchase price or prices of the securities and the proceeds to the Company from the sale of the securities. Only those underwriters, dealers or agents named in a Prospectus Supplement are deemed to be underwriters, dealers or agents in connection with the securities offered thereby.

The securities may be sold, from time to time, in one or more transactions at a fixed price or prices, which may be changed, or at non-fixed prices, such as market prices prevailing at the time of sale or prices related to such prevailing market prices or at negotiated prices, including sales in transactions that are deemed to be "at-the-market distributions" as defined in NI 44-102, including sales made directly on the CSE or other existing trading markets for the securities, as set forth in an accompanying Prospectus Supplement. Additionally, this Prospectus and any Prospectus Supplement may also cover the initial resale of the securities purchased pursuant thereto. The prices at which the securities may be offered may vary as between purchasers and during the period of distribution. If, in connection with the offering of securities at a fixed price or prices, the underwriters have made a bona fide effort to sell all of the securities at the initial offering price fixed in the applicable Prospectus Supplement, the public offering price may be decreased and thereafter further changed, from time to time, to an amount not greater than the initial public offering price fixed in such Prospectus Supplement, in which case the compensation realized by the underwriters will be decreased by the amount that the aggregate price paid by purchasers for the securities is less than the gross proceeds paid by the underwriters to the Company.

No underwriter or dealer involved in an "at-the-market distribution" under this Prospectus, no affiliate of such an underwriter or dealer and no person or company acting jointly or in concert with such an underwriter or dealer will over-allot securities in connection with such distribution or effect any other transactions that are intended to stabilize or maintain the market price of the securities.

Unless otherwise specified in a Prospectus Supplement, there is no market through which the Company's units, warrants, subscription receipts or debt securities may be sold and you may not be able to resell any such securities purchased under this Prospectus or any Prospectus Supplement. Unless otherwise specified in the applicable Prospectus Supplement, the securities (excluding any common shares) will not be listed on any securities exchange. This may affect the pricing of such securities on the secondary market, the transparency and availability of trading prices, the liquidity of the securities, and the extent of issuer regulation. See "Risk Factors".

In connection with the sale of securities, underwriters, dealers and agents may receive compensation from the Company or from purchasers of the securities from whom they may act as agents in the form of discounts, concessions or commissions. Any such commissions will be paid out of the Company's general funds. Underwriters, dealers and agents that participate in the distribution of securities may be deemed to be underwriters and any discounts or commissions received by them from the Company and any profit on the resale of securities by them may be deemed to be underwriting discounts and commissions under applicable securities legislation.

Underwriters, dealers and agents who participate in the distribution of the securities may be entitled under agreements to be entered into with the Company to indemnification by the Company against certain liabilities,

including liabilities under securities legislation, or to contribution with respect to payments which such underwriters, dealers or agents may be required to make in respect thereof. Those underwriters, dealers and agents may be customers of, engage in transactions with, or perform services for, the Company in the ordinary course of business.

EXEMPTIONS

Pursuant to a decision dated October 5, 2018 granted by the British Columbia Securities Commission (the "**BCSC**") (as principal regulator) and the Ontario Securities Commission (the "**OSC**") pursuant to National Policy 11-203 – *Process for Exemptive Relief Applications in Multiple Jurisdictions* (the "**Decision**") (a) a certain specified agent and any other registered investment dealer acting on behalf of the such agent as a selling agent are exempt from the requirement under securities legislation in each of the provinces of Canada, other than Quebec, to send or deliver the Prospectus (including any Prospectus Supplement(s)) and any amendment to the Prospectus, to a purchaser of common shares under any at-the-market distribution made under this Prospectus; (b) the Company is exempt from the requirement to include in any Prospectus Supplement that provides for at-the-market distributions the form of underwriter certificate for a Prospectus Supplement prescribed by NI 44-102, provided that a specified modified form of forward-looking underwriter certificate is included; (c) the Company is exempt from the requirement to include in this Prospectus the statements specified by items 2 and 3 of section 5.5 of NI 44-102, provided that modified statements are included; and (d) the Company is exempt from the requirement to include in this Prospectus the statement respecting purchasers' statutory rights of withdrawal and remedies of rescission or damages in the form prescribed by NI 44-101 provided that the disclosure in the form set out under "*Purchaser's Statutory Rights of Withdrawal and Rescission*" is included in this Prospectus.

The Decision is also conditional upon: (a) the Company disclosing the number and average price of common shares sold pursuant to "at-the-market distributions", as well as gross proceeds, commissions and net proceeds, in its annual and interim financial statements and management discussion and analysis filed on SEDAR; (b) the Company including a modified form of forward-looking issuer certificate page in any Prospectus Supplement providing for "at-the-market distributions"; and (c) other conditions as set out in the Decision.

In addition to the foregoing, the Company has applied for exemptive relief from the operation of subsection 2.3(1.1) of NI 41-101, which prohibits an issuer from filing a final prospectus more than 90 days after the date of the receipt for the preliminary prospectus that relates to the final prospectus. Any exemptive relief requested will be evidenced by the issuance of a receipt for this Prospectus, as contemplated under section 19.3 of NI 41-101.

CERTAIN INCOME TAX CONSIDERATIONS

Acquiring, owning and disposing of any of the Company's securities may subject you to tax consequences. A Prospectus Supplement may describe certain Canadian federal income tax consequences which may be applicable to a purchaser of securities offered thereunder. You should consult your own tax advisor with respect to your particular circumstances.

TRANSFER AGENT AND REGISTRAR

The transfer and registrar agent for the Company's common shares is Computershare Investor Services Inc. at its principal offices in Vancouver, British Columbia and Toronto, Ontario.

LEGAL MATTERS

Unless otherwise specified in an applicable Prospectus Supplement, certain legal matters relating to Canadian law will be passed upon for the Company by DuMoulin Black LLP, Vancouver, British Columbia, Canada.

As of the date of this Prospectus, the respective partners and associates of DuMoulin Black LLP own beneficially, directly or indirectly, less than 1% of the Company's outstanding securities of any class and less than 1% of the outstanding securities of the Company's associates or affiliates.

EXPERTS

Charlton & Company, Chartered Professional Accountants, of Suite 1735 – 555 Burrard Street, Vancouver, British Columbia, V7X 1M9, are the auditors of the Company and have confirmed that they are independent with respect to the Company within the meaning of the Code of Professional Conduct of the Chartered Professional Accountants of British Columbia.

BANKRUPTCIES

Erick Factor became bankrupt on January 22, 2008. Mr. Factor was discharged and released from such bankruptcy on October 23, 2008. Mr. Factor became a director and executive officer of the Company on June 1, 2017.

Robin Linden became bankrupt on March 12, 2012. Mr. Linden was discharged and released from such bankruptcy on December 13, 2012. Mr. Linden became a director of the Company on November 29, 2017.

PURCHASERS' STATUTORY RIGHTS OF WITHDRAWAL AND RECISSION

Unless provided otherwise in a Prospectus Supplement, the following is a description of a purchaser's statutory rights. Securities legislation in certain of the provinces of Canada provides purchasers with the right to withdraw from an agreement to purchase securities. This right may only be exercised within two business days after receipt or deemed receipt of a prospectus, the accompanying prospectus supplement relating to securities purchased by a purchaser and any amendment thereto. In several of the provinces, the securities legislation further provides a purchaser with remedies for rescission, revisions of the price or damages if the prospectus, the accompanying prospectus supplement relating to securities purchased by a purchaser and any amendment thereto contains a misrepresentation or is not delivered to the purchaser, provided that the remedies for rescission, revision of the price or damages are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser's province. If a particular offering of securities is on a non-fixed price basis, this right may only be exercised within two business days after receipt or deemed receipt of a prospectus. The accompanying prospectus supplement relating to securities purchased by a purchaser and any amendment thereto, irrespective of the determination at a later date of the purchase price of the securities distributed. The purchaser should refer to any applicable provisions of the securities legislation of the purchaser's province for the particulars of these rights or consult with a legal adviser.

In an offering of convertible, exchangeable or exercisable securities, investors are cautioned that the statutory right of action for damages for a misrepresentation contained in the prospectus is limited, in certain provincial securities legislation, to the price at which the convertible, exchangeable or exercisable securities is offered to the public under the prospectus offering. This means that, under the securities legislation of certain provinces, if the purchaser pays additional amounts upon conversion, exchange or exercise of the security, those amounts may not be recoverable under the statutory right of action for damages that applies in those provinces. The purchaser should refer to any applicable provisions of the securities legislation of the purchaser's province for the particulars of this right of action for damages or consult with a legal adviser.

Original purchasers of securities which are convertible or exchangeable or exercisable for other securities of the Company, including warrants if offered separately, will have a contractual right of rescission against the Company in respect of the conversion, exchange or exercise of such securities. The contractual right of rescission will entitle such original purchasers to receive, upon surrender of the underlying securities, the amount paid on conversion in the event that this Prospectus, the relevant Prospectus Supplement or an amendment thereto contains a misrepresentation, provided that: (i) the conversion, exchange or exercise takes place within 180 days of the date of the purchase of such securities under this Prospectus and the applicable Prospectus Supplement; and (ii) the right of rescission is exercised within 180 days of the date of the purchase of such securities under this Prospectus and the applicable Prospectus Supplement. This contractual right of rescission will be consistent with the statutory right of rescission described under section 131 of the *Securities Act (British Columbia)*, and is in addition to any other right or remedy available to original purchasers under section 131 of the *Securities Act (British Columbia)* or otherwise at law.

CERTIFICATE OF MYM NUTRACEUTICALS INC.

Dated: October 9, 2018

This short form prospectus, together with the documents incorporated in this prospectus by reference, will, as of the date of the last supplement to this prospectus relating to the securities offered by this prospectus and the supplement(s), constitute full, true and plain disclosure of all material facts relating to the securities offered by this prospectus and the supplement(s) as required by the securities legislation of each of the provinces of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, New Brunswick, Nova Scotia, Newfoundland and Labrador and Prince Edward Island.

"Robert Gietl"

ROBERT GIETL

Chief Executive Officer

"Craig Lennox"

CRAIG LENNOX

Chief Financial Officer

On behalf of the Board of Directors

"Erick Factor"

ERICK FACTOR

Director

"Elizabeth Liu"

ELIZABETH LIU

Director