

FORM 9

NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES **(or securities convertible or exchangeable into listed securities¹)**

Please complete the following:

Name of Listed Issuer: Liht Cannabis Corp. (the "Issuer").

Trading Symbol: LIHT

Date: April 25, 2019

Is this an updating or amending Notice: Yes No

If yes provide date(s) of prior Notices: _____.

Issued and Outstanding Securities of Issuer Prior to Issuance: 246,920,842

Date of News Release Announcing Private Placement: April 22, 2019

Closing Market Price on Day Preceding the Issuance of the News Release: \$0.22

1. Private Placement (if shares are being issued in connection with an acquisition (either as consideration or to raise funds for a cash acquisition), proceed to Part 2 of this form)

Full Name & Residential Address of Placee	Number of Securities Purchased or to be Purchased	Purchase price per Security (CDN\$)	Conversion Price (if Applicable)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed	Payment Date(1)	Describe relations-hip to Issuer (2)
N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A

(1) Indicate date each placee advanced or is expected to advance payment for securities. Provide details of expected payment date, conditions to release of funds etc. Indicate if the placement funds been placed in trust pending receipt of all necessary approvals.

(2) Indicate if Related Person.

¹An issuance of non-convertible debt does not have to be reported unless it is a significant transaction as defined in Policy 7, in which case it is to be reported on Form 10.

1. Total amount of funds to be raised: N/A

2. Provide full details of the use of the proceeds. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material. N/A.

3. Provide particulars of any proceeds which are to be paid to Related Persons of the Issuer: N/A

4. If securities are issued in forgiveness of indebtedness, provide details and attach the debt agreement(s) or other documentation evidencing the debt and the agreement to exchange the debt for securities. N/A

5. Description of securities to be issued:
 - (a) Class N/A _____
 - (b) Number N/A _____
 - (c) Price per security N/A _____
 - (d) Voting rights N/A _____

6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:
 - (a) Number N/A _____
 - (b) Number of securities eligible to be purchased on exercise of Warrants (or options) N/A _____
 - (c) Exercise price N/A _____
 - (d) Expiry date N/A _____

7. Provide the following information if debt securities are to be issued: N/A
 - (a) Aggregate principal amount _____
 - (b) Maturity date _____
 - (c) Interest rate _____
 - (d) Conversion terms _____
 - (e) Default provisions _____

8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the placement (including warrants, options, etc.):
- (a) Details of any dealer, agent, broker or other person receiving compensation in connection with the placement (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer): N/A .
 - (b) Cash N/A .
 - (c) Securities Warrants – N/A .
 - (d) Other _____ .
 - (e) Expiry date of any options, warrants etc. N/A .
 - (f) Exercise price of any options, warrants etc. N/A .
9. State whether the sales agent, broker, dealer or other person receiving compensation in connection with the Related Person or has any other relationship with the Issuer and provide details of the relationship N/A
- _____ .
10. Describe any unusual particulars of the transaction (i.e. tax "flow through" shares, etc.).
- N/A .
11. State whether the private placement will result in a change of control.
- No .
12. Where there is a change in the control of the Issuer resulting from the issuance of the private placement shares, indicate the names of the new controlling shareholders. N/A
- _____ .
- _____ .
13. Each purchaser has been advised of the applicable securities legislation restricted or seasoning period. All certificates for securities issued which are subject to a hold period bear the appropriate legend restricting their transfer until the expiry of the applicable hold period required by National Instrument 45-102. N/A
- _____ .

2. Acquisition

1. Provide details of the assets to be acquired by the Issuer (including the location of the assets, if applicable). The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material:

The Issuer entered into a Share Exchange Agreement (the “Agreement”) dated April 19, 2019 with Buds For You Inc. (“BFY”) to acquire all of the issued and outstanding shares of BFY. BFY, a private company based in Ontario, is a late-stage cannabis cultivation, processing and sales licence applicant under the Cannabis Act. The Issuer will attach to and replace the existing property under the licence application with its property, the Chase property, located in Chase, B.C. Health Canada has confirmed approval of the transfer of the licence application, comprising a cultivation, processing and sales licence, to the Chase property.

2. Provide details of the acquisition including the date, parties to and type of agreement (eg: sale, option, license etc.) and relationship to the Issuer. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the acquisition without reference to any other material:

Pursuant to the terms of the Agreement, the Issuer issued 250,000 common shares of the Issuer at a deemed price of \$0.22 per share to the shareholder of BFY. Additionally, a non-refundable cash deposit of \$250,000 was advanced to the shareholder of BFY. Upon closing of the agreement, the Issuer will acquire all of the issued and outstanding shares of BFY in exchange for an additional cash payment of \$750,000 and a 5% perpetual gross royalty on all sales and other income from cannabis derived by the Issuer or BFY from the property location where the licence is assigned to, but excluding all refunds, credits and discounts made in good faith, including taxes or equivalent losses which are collected by the Issuer or BFY, and on behalf of any governmental body. The closing of the agreement is contingent on certain conditions being met by the shareholder of BFY, including Health Canada granting the licence under the Cannabis Act.

3. Provide the following information in relation to the total consideration for the acquisition (including details of all cash, securities or other consideration) and any required work commitments:

(a) Total aggregate consideration in Canadian dollars: **\$1,055,000** .

(b) Cash: **\$1,000,000.** .

(c) Securities (including options, warrants etc.) and dollar value:
250,000 common shares at \$0.22 per share for a total value of \$55,000

(d) Other: N/A

(e) Expiry date of options, warrants, etc. if any: N/A

(f) Exercise price of options, warrants, etc. if any: N/A

(g) Work commitments: N/A

4. State how the purchase or sale price was determined (e.g. arm's-length negotiation, independent committee of the Board, third party valuation etc).

The purchase price was determined based on arm's length negotiation between the parties.

5. Provide details of any appraisal or valuation of the subject of the acquisition known to management of the Issuer: N/A

6. The names of parties receiving securities of the Issuer pursuant to the acquisition and the number of securities to be issued are described as follows:

Full Name & Residential Address of Placee	Number of Securities Purchased or to be Purchased	Dollar Value per Security (CDN\$)	Conversion Price (if Applicable)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed	Describe relations -hip to Issuer (1)
Vera DeDonato	250,000	0.22	N/A	NI 45-106 2.11(b)	N/A	Not a Related Person

(1) Indicate if Related Person

7. Details of the steps taken by the Issuer to ensure that the vendor has good title to the assets being acquired:

The Issuer has conducted customary due diligence related to BFY's licence applications under the Cannabis Act and review of corporate records.

8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the acquisition (including warrants, options, etc.):

(a) Details of any dealer, agent, broker or other person receiving compensation in connection with the acquisition (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer):

The Company entered into a finder's fee agreement pursuant to which the Issuer will pay finder's fees in accordance to TSX Venture Exchange Policy 5.1 Section 3.3. The finder's fee will be payable in common shares and calculated based on the gross consideration payable under the agreement of \$1,055,000, including the 250,000 common shares issued pursuant to the agreement and the specified deposit and purchase price, but excluding the royalty.

(b) Cash N/A .

(c) Securities **135,000 common shares at \$0.225 per share for a total value of \$30,375.** .

(d) Other N/A .

(e) Expiry date of any options, warrants etc. N/A .

(f) Exercise price of any options, warrants etc. N/A .

9. State whether the sales agent, broker or other person receiving compensation in connection with the acquisition is a Related Person or has any other relationship with the Issuer and provide details of the relationship. N/A

10. If applicable, indicate whether the acquisition is the acquisition of an interest in property contiguous to or otherwise related to any other asset acquired in the last 12 months. N/A

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance on behalf of the Issuer.
2. As of the date hereof there is not material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CSE Policy 1).
4. All of the information in this Form 9 Notice of Issuance of Securities is true.

Dated April 25, 2019.

Nilda Rivera
Name of Director or Senior
Officer

"Nilda Rivera"
Signature

CFO
Official Capacity