BODY AND MIND INC.
750 – 1095 West Pender Street
Vancouver, British Columbia V6E 2M6

December 11, 2018

Canadian Securities Exchange
220 Bay Street, 9th Floor
Toronto, Ontario
M5J 2W4

Dear Sirs/Mesdames:

Re: Body and Mind Inc. (the "Company")
15% Secured Loan in Principal Amount of USD$4 Million (the "Loan") and issuance of 1,105,083 common shares (the "Offering")

Pursuant to Section 3.3 of Policy 6 of the Canadian Securities Exchange, we advise that the Company has completed the Offering for gross aggregate proceeds of $795,659.76 and issued an aggregate 1,105,083 common shares, as outlined in the Company's Form 9 – *Notice of Proposed Issuance of Listed Securities* dated December 11, 2018.

Pursuant to Section 1.8 of Policy 7 of the Canadian Securities Exchange, we advise that the Company has completed the Loan for a gross principal amount of USD$4,000,000 by way of a promissory note in the amount of USD$4,000,000, as outlined in the Company's Form 10 – *Notice of Proposed Significant Transaction* dated December 11, 2018.

Yours very truly,

BODY AND MIND INC.

*"Darren Tindale"*_____
Daren Tindale
Chief Financial Officer