

FORM 10 [Amendment #1]

NOTICE OF PROPOSED SIGNIFICANT TRANSACTION (not involving an issuance or potential issuance of a listed security)¹

Name of Listed Issuer: Chemistree Technology Inc. (the "Issuer").

Trading Symbol: CHM and CHM.wt

Issued and Outstanding Securities of the Issuer Prior to Transaction: 37,714,430

Date of News Release Fully Disclosing the Transaction: June 15 and June 18, 2020

1. Transaction

Provide details of the transaction including the date, description and location of assets, if applicable, parties to and type of agreement (eg: sale, option, license, contract for Investor Relations Activities etc.) and relationship to the Issuer. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material:

Chemistree has entered into a Binding Letter of Intent (the "LOI") to invest up to \$1 million in a new and exciting biotech start up focused on developing products to enhance immunological responsiveness. ImmunoFlex Therapeutics Inc. ("ImmunoFlex") is a team unified around a common goal of working with the immune system to prevent and combat disease. The first products are designed to improve the way the world prevents and treats viral infection. ImmunoFlex works to find solutions for people who want to enhance the preparedness of their immune function in defence and combat viral infection; preventing occurrences, and decreasing the severity of viral infections. By learning from the immune system, ImmunoFlex develops products that leverage existing compounds previously unknown ability to provide immune preparedness and resilience. Chemistree's investment in ImmunoFlex is subject to confirmatory due diligence and the completion of a definitive investment agreement. The investment includes an initial common share purchase of \$500,000, together with Chemistree being granted a gross sales royalty on ImmunoFlex's North American sales; a further \$500,000 second tranche common share purchase is conditional on certain performance by ImmunoFlex. In addition, Chemistree is entitled to anti-dilution pre-emptive rights and to appoint one person to ImmunoFlex's board of directors..

¹ If the transaction involved the issuance of securities, other than debt securities that are not convertible into listed securities, use Form 9.

Provide the following information in relation to the total consideration for the transaction (including details of all cash, non-convertible debt securities or other consideration) and any required work commitments:

- (a) Total aggregate consideration in Canadian dollars: up to \$1 million.
 - (b) Cash: up to \$1 million .
 - (c) Other: N/A .
 - (d) Work commitments: N/A .
2. State how the purchase or sale price and the terms of any agreement were determined (e.g. arm's-length negotiation, independent committee of the Board, third party valuation etc).
- Arms-length negotiations directly with investee company.
3. Provide details of any appraisal or valuation of the subject of the transaction known to management of the Issuer:
- None.
4. If the transaction is an acquisition, details of the steps taken by the Issuer to ensure that the vendor has good title to the assets being acquired:
- The Issuer conducted due diligence at the management level, and consulted with outside resources as necessary.
5. 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 transaction (including warrants, options, etc.):
- (a) Details of any dealer, agent, broker or other person receiving compensation in connection with the transaction (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) Other N/A .

6. State whether the vendor, sales agent, broker or other person receiving compensation in connection with the transaction is a Related Person or has any other relationship with the Issuer and provide details of the relationship. N/A
7. If applicable, indicate whether the transaction 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

2. Development

Provide details of the development. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material:

ImmunoFlex works with the immune system to prevent and combat disease. We started with a shared interest in understanding the immune system and how different compounds have the potential to strengthen, support, and enhance our bodies natural surveillance system. Our research led us to form ImmunoFlex, where we develop and commercialize novel patented products that counteract weakened immune systems and diminished immune repertoire caused by a lifetime of battling viruses and disease. We are using genomics and other modern scientific tools to repurpose existing natural health products and studying their ability to enhance the human immune system and its capacity to prevent and combat viral infections. Our first product launch, targeted for late 2020, is pharmaceutical grade and designed to improve adaptive immunity biomarkers. We believe this product will become especially important for researchers, clinical users, and people interested in enhancing their immune system's ability to respond to new threats. Chemistree's support of ImmunoFlex is a strong signal from professional investors who believe we can improve the health of a large group of people. Information to follow in amended filing.

3. 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.
2. To the knowledge of the Issuer, at the time an agreement in principle was reached, no party to the transaction had knowledge of any undisclosed material information relating to the Issuer, other than in relation to the transaction.
3. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.
4. 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 CNSX Policy 1).
5. All of the information in this Form 10 Notice of Proposed Significant Transaction is true.

Dated 18 June 2020.

Douglas Ford
Name of Director or Senior
Officer

"signed"
Signature

Chief Financial Officer
Official Capacity