

FORM 10

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

Name of Listed Issuer: Levitee Labs Inc. (the "Issuer").

Trading Symbol: LVT

Issued and Outstanding Securities of the Issuer Prior to Transaction: 83,543,435.

Date of News Release Fully Disclosing the Transaction: July 23, 2021.

1. Transaction

1. 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: On July 22, 2021, the Issuer entered into share purchase agreement with Alexander Wylie (the "Seller"), 2017162 Alberta Ltd. ("CalgaryCo"), 2143327 Alberta Ltd. ("MHCo") and 2144209 Alberta Ltd. ("LethbridgeCo" and, together with CalgaryCo and MHCo, the "Purchased Companies") to provide for the acquisition (the "Acquisition") by the Issuer of all of the issued and outstanding shares of the Purchased Companies from the Seller in exchange for \$3,685,262.00 payable in cash on closing, subject to customary working capital adjustments. The Seller is at arm's length to the Issuer. The Acquisition completed on July 28, 2021.
2. 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: See Item 1 above.
 - (b) Cash: See Item 1 above.
 - (c) Other: N/A.

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

- (d) Work commitments: N/A.
3. 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).
The purchase price was determined through arm's length negotiation.
4. Provide details of any appraisal or valuation of the subject of the transaction known to management of the Issuer: N/A.
5. 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 undertook customary due diligence in respect of the Purchased Companies in anticipation of the transaction.
6. 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.
7. 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.
8. 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: N/A.

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 July 29, 2021.

Mackenzie Osborne
Name of Director or Senior
Officer

/s/ Mackenzie Osborne
Signature

Director and Head of M&A
Official Capacity