

FORM 9

NOTICE OF ISSUANCE OR PROPOSED ISSUANCE OF LISTED SECURITIES

(or securities convertible or exchangeable into listed securities¹)

Name of Listed Issuer:

Symbol(s):

Rapid Dose Therapeutics Corp. (the "Issuer" or "RDT").	DOSE
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Date: **March 11, 2021** Is this an updating or amending Notice: Yes No

If yes provide date(s) of prior Notices: N/A.

Issued and Outstanding Securities of Issuer Prior to Issuance: **80,666,805 Common Shares**

Date of news release announcing proposed issuance: **January 11, 2021; updated March 8, 2021** or

Date of confidential request for price protection: **N/A**

Closing Market Price on Day Preceding the news release: **\$0.21** or

Day preceding request for price protection: **N/A**

Closing

Number of securities to be issued: **20,000,000 Units**

Issued and outstanding securities following issuance: **100,666,805 Common Shares**

Instructions:

1. For private placements (including debt settlement), complete tables 1A and 1B in Part 1 of this form.
2. Complete Table 1A – Summary for all purchasers, excluding those identified in Item 8.
3. Complete Table 1B – Related Persons only for Related Persons
4. If shares are being issued in connection with an acquisition (either as consideration or to raise funds for a cash acquisition) please proceed to Part 2 of this form.
5. An 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 – Notice of Proposed Transaction
6. Post the completed Form 9 to the CSE website in accordance with *Policy 6 – Distributions*. In addition, the completed form must be delivered to

listings@thecse.com with an appendix that includes the information in Table 1B for ALL places.

Part 1. Private Placement - Not applicable

Table 1A – Summary

Each jurisdiction in which purchasers reside	Number of Purchasers	Price per Security	Total dollar value (CDN\$) raised in the jurisdiction
Total number of purchasers:			
Total dollar value of distribution in all jurisdictions:			

Table 1B – Related Persons

Full Name & Municipality of Residence of Place	Number of Securities Purchased or to be Purchased	Purchase price per Security (CDN\$)	Conversion Price (if Applicable) (CDN\$)	Prospectus Exemption	Total Securities Previously Owned, Controlled or Directed	Payment Date (1)	Describe relationship to Issuer (2)
N/A							

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: **Not applicable**

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. **Not applicable.** _____ .
3. Provide particulars of any proceeds which are to be paid to Related Persons of the Issuer: **Not applicable.** _____ .
4. If securities are issued in forgiveness of indebtedness, provide details of the debt agreement(s) or and the agreement to exchange the debt for securities.
5. Description of securities to be issued: **Not applicable.** _____
- (a) Class **Not applicable.** _____ .
- (b) Number **Not applicable.** _____ .
- (c) Price per security **Not applicable.** _____ .
- (d) Voting rights **Not applicable.** _____ .
6. Provide the following information if warrants, (options) or other convertible securities are to be issued: **Not applicable.**
- (a) Number **Not applicable.** _____ .
- (b) Number of securities eligible to be purchased on exercise of warrants (or options) **Not applicable.** _____ .
- (c) Exercise price **Not applicable.** _____ .
- (d) Expiry date **Not applicable.** _____ .
7. Provide the following information if debt securities are to be issued:
- (a) Aggregate principal amount **Not applicable** _____ .
- (b) Maturity date **Not applicable** _____ .
- (c) Interest rate **Not applicable** _____ .
- (d) Conversion terms **Not applicable** _____ .
- (e) Default provisions **Not applicable** _____ .

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.): **Not applicable** _____
- (a) Details of any dealer, agent, broker or other person receiving compensation in connection with the placement (name, and if a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer): _____ .
- (b) Cash _____ .
- (c) Securities _____ .
- (d) Other _____ .
- (e) Expiry date of any options, warrants etc. _____ .
- (f) Exercise price of any options, warrants etc. _____ .
9. State whether the sales agent, broker, dealer or other person receiving compensation in connection with the placement is Related Person or has any other relationship with the Issuer and provide details of the relationship _____
- Not applicable** _____ .
10. Describe any unusual particulars of the transaction (i.e. tax "flow through" shares, etc.).
- Not applicable** _____ .
11. State whether the private placement will result in a change of control.
- No change of control** _____ .
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. **Not applicable** _____
- _____ .
- _____ .
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 Resale of Securities.

Part 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 will acquire all the issued and outstanding shares of 2544737 Ontario Limited, o/a Consolidated Craft Brands (“CCB”) indirectly through a proposed business combination by way of three-cornered amalgamation (the “Transaction”). Following completion of the Transaction, the Issuer will have access to the following assets of CCB:

Production equipment	\$ 15,000	Ontario
Production inventory	\$ 147,000	Ontario
Intangible assets, goodwill	\$ 2,194,000	
Accounts receivable	\$ 150,000	
Cash and liquid assets, advanced and on closing	\$ 2,464,000	
GST recoverable	\$ 30,000	

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:

Effective as of March 7, 2021, the Issuer, Subco and CCB entered into an amalgamation agreement (the “Amalgamation Agreement”) pursuant to which Subco will amalgamate with CCB, with each shareholder of CCB receiving units of the Issuer in exchange for the shares held in the capital of CCB at a ratio detailed in the Amalgamation Agreement, following which the CCB shares will be cancelled and the amalgamated corporation (“Amalco”) becoming a wholly-owned subsidiary of the Issuer.

The purpose of the amalgamation is to bring cash, product lines and business relationships into RDT for the purpose of attracting channels of distribution with a suite of related products for both cannabis and non-cannabis product consumers.

CCB has a consortium of owners who will become shareholders of the Issuer and who have continuing, post transaction, access to markets not currently served by RDT and, as shareholders of RDT, will have a vested interest in RDT’s strategy for accessing those markets. On the other hand, CCB owners, individually, do not have the products or systems to support the market relationships. Under RDT, their products will be produced in RDT’s

manufacturing facility and distributed through the CCB distributor relationships.

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:

The Issuer will issue an aggregate of 20,000,000 Units at a deemed price of \$0.25 for the aggregate consideration of \$5,000,000 represented by CCB as a corporate entity being acquired. Each Unit will consist of one Common Share and Warrant, each Warrant being exercisable into one Common Share within 24 months from issuance at an exercise price of \$0.375. The Issuer will become the sole shareholder of Amalco.

- (a) Total aggregate consideration in Canadian dollars: **\$5,000,000.**
- (b) Cash: **See Item 1 above.**
- (c) Securities (including options, warrants etc.) and dollar value: **Units issued at \$0.25 per unit, comprised of one Common Share and one Warrant**
- (d) Other: _____
- (e) Expiry date of options, warrants, etc. if any: **Warrants expire 24 months from date of issuance**
- (f) Exercise price of options, warrants, etc. if any: **\$0.375**
- (g) Work commitments: **Not applicable**
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). **Arm's-length negotiation**
5. Provide details of any appraisal or valuation of the subject of the acquisition known to management of the Issuer:
Cannabis R&D & CTLS licence application subject to independent valuation
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: _____

Name of Party (If not an individual, name all insiders of the Party)	Number and Type of Securities to be Issued	Dollar value per Security (CDN\$)	Conversion price (if applicable)	Prospectus Exemption	Total Securities, Previously Owned, Controlled or Directed by Party	Describe relationship to Issuer⁽¹⁾
Tom Bryson Family Trust (Donald W. Bryson, trustee, Bruce C.S. Wells, trustee)	2,040,816 units	\$0.25	N/A	Section 2.11 of NI 45-106	0	Not a Related Person
EnerDynamic Systems Inc. (Thomas Bryson, CEO,)	4,965,985 units	\$0.25	N/A	Section 2.11 of NI 45-106	0	Not a Related Person
Bruce Colin Scott Wells	408,163 units	\$0.25	N/A	Section 2.11 of NI 45-106	2000	Not a Related Person
Tikendu Rajanikant Patel	272,109 units	\$0.25	N/A	Section 2.11 of NI 45-106	0	Not a Related Person
Brian Douglas Cochrane	272,109 units	\$0.25	N/A	Section 2.11 of NI 45-106	5500	Not a Related Person
Maplex Naturals Inc. (Dave Thompson, CEO)	408,163 units	\$0.25	N/A	Section 2.11 of NI 45-106	0	Not a Related Person
Ursa Brands Inc. (Andrea Bellegarde, director)	8,367,347 units	\$0.25	N/A	Section 2.11 of NI 45-106	0	Not a Related Person
William Harding	136,054 units	\$0.25	N/A	Section 2.11 of NI 45-106	250	Not a Related Person
Jakob Ripshtein	340,136 units	\$0.25	N/A	Section 2.11 of NI 45-106	7000	Not a Related Person
Dale Griesser	136,054 units	\$0.25	N/A	Section 2.11 of NI 45-106	0	Not a Related Person
Connie Chaplin	299,320 units	\$0.25	N/A	Section 2.11 of NI 45-106	0	Not a Related Person
Doris Greyeyes	612,245 units	\$0.25	N/A	Section 2.11 of NI 45-106	0	Not a Related Person

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Name of Party (If not an individual, name all insiders of the Party)	Number and Type of Securities to be Issued	Dollar value per Security (CDN\$)	Conversion price (if applicable)	Prospectus Exemption	Total Securities, Previously Owned, Controlled or Directed by Party	Describe relationship to Issuer ⁽¹⁾
FHQ Casino Holdings Ltd. (Edmund Bellegarde, director)	816,327 units	\$0.25	N/A	Section 2.11 of NI 45-106	0	Not a Related Person
Edmund Bellegarde	380,952 units	\$0.25	N/A	Section 2.11 of NI 45-106	0	Not a Related Person
Piapot Development Corporation (Chief Mark Fox, director)	272,109 units	\$0.25	N/A	Section 2.11 of NI 45-106	0	Not a Related Person
Wakayos Developments Ltd. (Doris Greyeyes, CEO)	272,109 units	\$0.25	N/A	Section 2.11 of NI 45-106	0	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:

Title searches, purchase invoices, copy of patent applications with patent office confirmation

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.): **Not applicable**

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

(b) Cash _____

(c) Securities _____

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- (d) Other _____ .
- (e) Expiry date of any options, warrants etc. _____
- (f) Exercise price of any options, warrants etc. _____ .
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. Not applicable
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. Not applicable

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 Issuer has obtained the express written consent of each applicable individual to:
 - (a) the disclosure of their information to the Exchange pursuant to this Form or otherwise pursuant to this filing; and
 - (b) the collection, use and disclosure of their information by the Exchange in the manner and for the purposes described in Appendix A or as otherwise identified by the Exchange, from time to time
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 CSE Policy 1).
5. All of the information in this Form 9 Notice of Issuance of Securities is true.

Dated **MARCH 11, 2021**_____.

Mark Upsdell_____
Name of Director or Senior
Officer

*Signed by Mark Upsdell*_____
Signature

Chief Executive Officer_____
Official Capacity

Appendix A

PERSONAL INFORMATION COLLECTION POLICY REGARDING FORM 9

The Canadian Securities Exchange and its subsidiaries, affiliates, regulators and agents (collectively, “CSE or the “Exchange”) collect and use the information (which may include personal or other information) which has been provided in Form 9 for the following purposes:

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- To determine whether an individual is suitable to be associated with a Listed Issuer;
- To determine whether an issuer is suitable for listing;
- To determine whether allowing an issuer to be listed or allowing an individual to be associated with a Listed Issuer could give rise to investor protection concerns or could bring the Exchange into disrepute;
- To conduct enforcement proceedings;
- To ensure compliance with Exchange Requirements and applicable securities legislation; and
- To fulfil the Exchange’s obligation to regulate its marketplace.

The CSE also collects information, including personal information, from other sources, including but not limited to securities regulatory authorities, law enforcement and self-regulatory authorities, regulation service providers and their subsidiaries, affiliates, regulators and agents. The Exchange may disclose personal information to these entities or otherwise as provided by law and they may use it for their own investigations.

The Exchange may use third parties to process information or provide other administrative services. Any third party will be obliged to adhere to the security and confidentiality provisions set out in this policy.

All personal information provided to or collected by or on behalf of The Exchange and that is retained by The Exchange is kept in a secure environment. Only those employees who need to know the information for the purposes listed above are permitted access to the information or any summary thereof. Employees are instructed to keep the information confidential at all times.

Information about you that is retained by the Exchange and that you have identified as inaccurate or obsolete will be corrected or removed.

If you wish to consult your file or have any questions about this policy or our practices, please write the Chief Privacy Officer, Canadian Securities Exchange, 220 Bay Street – 9th Floor, Toronto, ON, M5J 2W4.