

**FSD PHARMA INC.**

**LETTER OF TRANSMITTAL**  
**(relating to the consolidation of common shares)**

**TO:   Computershare Investor Services Inc.**

The undersigned hereby represents and warrants that the undersigned is the owner of the number of class A multiple voting shares and/or class B subordinate voting shares (“**Shares**”) of FSD Pharma Inc. (the “**Corporation**”) which Shares are represented by the share certificate(s) described below and delivered herewith and the undersigned has good title to the shares represented by the said certificate(s), free and clear of all liens, charges and encumbrances, and has full power and authority to herewith deposit such Shares.

Certificate Number	Number of Shares Represented by Certificate	Registered in the Name of

The above-listed share certificates are hereby surrendered in exchange for share certificates representing consolidated Shares (“**Post Consolidation Shares**”) of the Corporation on the basis of one Post Consolidation Common Share for 201 Shares, or such lesser ratio as the board of directors of the Corporation may determine by resolution to be appropriate, in their sole discretion. Where the exchange results in a fractional share, the number of Post Consolidation Shares will be rounded down to the nearest whole common share. No fractional Post Consolidation Shares will be issued and no cash will be paid in lieu of fractional Post Consolidation Share.

The undersigned authorizes and directs Computershare Investor Services Inc. (“**Computershare**”) to issue the certificates for the Corporation to which the undersigned is entitled as indicated below and to mail such certificates to the address indicated below or, if no instructions are given, in the name and to the address if any, of the undersigned as the same appears on the share register maintained by the Corporation.

Name (Please Print)		
Address		
City	Province	Postal Code
Telephone (Business Hours)	Social Insurance Number	

Dated: \_\_\_\_\_

\_\_\_\_\_  
Signature of Shareholder

## INSTRUCTIONS

### 1. Use of Letter of Transmittal

- (a) Each shareholder holding share certificate(s) of FSD Pharma Inc. must send or deliver this Letter of Transmittal duly completed and signed together with the share certificate(s) described herein to Computershare at the office listed below.
- (b) The method of delivery to Computershare is at the option and risk of the shareholder, but if mail is used, registered mail is recommended.
- (c) Share certificate(s) registered in the name of the person by whom (or on whose behalf) this Letter of Transmittal is signed need not be endorsed or accompanied by a share transfer power of attorney other than the Letter of Transmittal itself.
- (d) Share certificate(s) not so registered must be endorsed by the registered holder thereof or be accompanied by a share transfer power of attorney duly and properly completed by the registered holder, with the signature guaranteed in either case by a Canadian Schedule 1 chartered bank, a member of the Securities Transfer Agent Medallion Program (STAMP), a member of the Stock Exchange Medallion Program (SEMP) or a member of the New York Stock Exchange Inc. Medallion Signature Program (MSP). The signature of the registered holder must correspond in every respect with the name of the registered holder appearing on the face of the share certificate(s).
- (e) Where the Letter of Transmittal is executed on behalf of a corporation, partnership or association, or by an agent, executor, administrator, trustee, guardian or any person acting in a representative capacity, the Letter of Transmittal must be accompanied by satisfactory evidence of the representative's authority to act.
- (f) FSD Pharma Inc. reserves the right if it so elects in its absolute discretion to instruct Computershare to waive any defect or irregularity contained in any Letter of Transmittal received by it.

### 2. Lost Share Certificates

If a share certificate has been lost or destroyed, the Letter of Transmittal must be completed as fully as possible and forwarded to Computershare together with a letter stating the loss. Computershare will contact you to advise of the replacement requirements.

### 3. Miscellaneous

- (a) Additional copies of the Letter of Transmittal may be obtained from Computershare at the office listed below.
- (b) Any questions should be directed to Computershare at 1-800-305-9404 or by sending an e-mail to [corporateactions@computershare.com](mailto:corporateactions@computershare.com)

### 4. Office of Computershare Investor Services Inc.

By Mail:

PO Box 7023  
31 Adelaide Street East  
Toronto, ON M5C 3H2  
Attn: Corporate Actions

By Registered Mail, Hand or Courier:

100 University Avenue  
8th Floor  
Toronto, ON M5J 2Y1  
Attn: Corporate Actions