



June 8, 2020

Canadian Securities Exchange  
220 Bay Street, 9<sup>th</sup> Floor  
Toronto, Ontario M5J 2W4

Dear Sirs/Mesdames:

**Re: Private Placement of 1,500,000 Class B Shares and Warrants**

This letter is filed pursuant to section 2.7(a) of Policy 6 – *Distributions* of the Canadian Securities Exchange.

On June 8, 2020, FSD Pharma Inc. (the "**Corporation**") issued and sold 1,500,000 Class B Subordinate Voting Shares (the "**Class B Share**") at an issue price of \$6.75 per Class B Share, and 1,500,000 warrants to acquire Class B Shares, for aggregate gross proceeds to the Corporation of \$10,125,000, by way of private placement (the "**Private Placement**").

The Corporation confirms that it has received the proceeds from the Private Placement.

**FSD PHARMA INC.**

*(signed) "Donal Carroll"*

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Donal Carroll  
Chief Financial Officer