

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):
Sixth Wave Innovations Inc. (the "Issuer").	SIXW

Date: August 24, 2020 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: 79,619,107 Common Shares.

Pricing

Date of news release announcing proposed issuance: August 20, 2020 or

Date of confidential request for price protection: August 3, 2020

Closing Market Price on Day Preceding the news release: N/A or

Day preceding request for price protection: \$0.34

Closing

Number of securities to be issued: A total of 560 unsecured convertible debentures of the Issuer maturing on August 31, 2023 (the "Debentures"), representing a total of \$560,000 principal amount of Debentures, and a total of 84,000 common share purchase warrants (the "Warrants") paid as a commitment fee to the subscribers.

Issued and outstanding securities following issuance: 79,619,107 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

Table 1A – Summary

Each jurisdiction in which purchasers reside	Number of Purchasers	Price per Security	Total dollar value (CDN\$) raised in the jurisdiction
Paraguay	2	\$1,000.00 per Debenture	\$510,000
Germany	1	\$1,000.00 per Debenture	\$20,000
Portugal	1	\$1,000.00 per Debenture	\$20,000
Nova Scotia, Canada	1	\$1,000.00 per Debenture	\$10,000
Total number of purchasers:	5		
Total dollar value of distribution in all jurisdictions:			\$560,000.

Table 1B – Related Persons

Full Name & Municipality of Residence of Placee	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 relations -hip to Issuer (2)
Peter Manuel, Bedford, N.S.	10 Debentures and 1,500 Commitment Warrants	\$1,000.00 per Debenture	\$0.35 per Unit for the Debentures and \$0.55 per common share for the Commitment Warrants	Accredited Investor	1,968,333 Common Shares 300,000 Options	August 20, 2020	Director

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: A total of \$560,000 in gross proceeds, including \$60,000 by way of debt settlement.
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. The Issuer currently anticipates that it will use the net proceeds from its private placement of Debentures (the “Private Placement”) for the scale-up and manufacture of its Affinity™ cannabinoid purification units, including the manufacturing of both the Affinity™ machines and the associated Affinity™ polymer beads. If matching funds are received from a government program relative to the research into a COVID-19 solution, a portion of the funds is expected to be utilized to progress this research.
3. Provide particulars of any proceeds which are to be paid to Related Persons of the Issuer: Not currently expected to be 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. A total of \$60,000 of trade debt was settled by issuance of convertible debentures with the terms described below.
5. Description of securities to be issued:

- (a) Class (i) Debentures (as defined above), which will have a three-year term (the “Term”), with the principal amount being due to be repaid in full by the Issuer on August 31, 2023 (the “Maturity Date”). During the third year of the Term, the Issuer shall have the option to extend the Term by up to one additional year. If extended, then the Issuer shall pay a cash extension fee to the holders in the amount of six month’s interest at the rate of 7.5% per annum. At any time during the Term, a holder of Debentures may elect to convert the outstanding net principal amount, or any portion thereof, into units (“Units”) at a conversion price of \$0.35 per Unit (the “Conversion Price”). Each Unit shall consist of one Common Share and one warrant (“Warrant”), with each Warrant entitling the holder to acquire a Common Share of the Issuer at an exercise price of \$0.55 for a period ending on the Maturity Date. The outstanding principal amount of each Debenture will automatically be converted into Units at the Conversion Price (\$0.35) if the Common Shares of the Issuer trade at a closing price of \$0.75 or more on the Canadian Securities Exchange for 10 consecutive trading days. (ii) Warrants (the “Commitment Warrants”) entitling the holder thereof to acquire one Common Share of the Issuer for each Commitment Warrant held for an exercise price of \$0.55 per share for a period of 24 months.
- (b) Number A total of 560 Debentures, representing a total of \$560,000 principal amount of Debentures, and a total of 84,000 Commitment Warrants.
- (c) Price per security \$1,000 per Debenture.
- (d) Voting rights N/A.
6. Provide the following information if warrants, (options) or other convertible securities are to be issued:
- (a) Number A total of 560 Debentures and 84,000 Commitment Warrants. In connection with the issuance of the Debentures, the Issuer paid to the subscribers of the Private Placement a one-time commitment fee comprised of 150 Commitment Warrants per Debenture.
- (b) Number of securities eligible to be purchased on exercise of warrants (or options) A maximum of 1,600,000 Units on conversion of the Debentures and a maximum of 84,000 Shares on exercise of the Commitment Warrants.
- (c) Exercise price For the Debentures: \$0.35 per Unit and for the Commitment Warrants \$0.55 per Share.

- (d) Expiry date For the Debentures August 31, 2023 and for the Commitment Warrants 24 months from the date of issuance.
7. Provide the following information if debt securities are to be issued:
- (a) Aggregate principal amount A total of \$560,000 principal amount of Debentures
- (b) Maturity date August 31, 2023.
- (c) Interest rate Interest payable in either cash or common shares of the Company, at the Company's discretion, payable semi-annually on the last day of June and December of each year, commencing on December 31, 2020. If paid in cash the rate will be 7.5%, if paid in common shares, the rate will be 10%.
- (d) Conversion terms Each holder of a Debenture may elect to convert the outstanding net principal amount, or any portion thereof, into units of the Issuer ("Units") at a conversion price of \$0.35 per Unit (the "Conversion Price"), subject to adjustments for any share splits/consolidations and compliance with all applicable requirements of the Canadian Securities Exchange (the "Exchange"). Each Unit shall consist of one Share and one warrant (a "Warrant"), with each Warrant entitling the holder thereof to acquire an additional Share (a "Warrant Share") at an exercise price of \$0.55. The Warrants shall expire on the Maturity Date.
- In the event that the Shares trade at a closing price of \$0.75 or more on the Exchange for 10 consecutive trading days, the Corporation shall have the right to convert the outstanding principal amount in respect of the Debentures into Units at the Conversion Price, provided that the Corporation gives 10 days' prior notice of such conversion.
- (e) Default provisions The Debentures contain standard events of default with respect to bankruptcy, insolvency, receivership, CCAA proceedings or liquidation, winding-up or dissolution of the Issuer.

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.):
- (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): Frank Hogel .
 - (b) Cash N/A .
 - (c) Securities 112,000 Common Share Purchase Warrants .
 - (d) Other _____ .
 - (e) Expiry date of any options, warrants etc. August 20, 2023 .
 - (f) Exercise price of any options, warrants etc. \$0.35 .
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.
- N/A.
10. Describe any unusual particulars of the transaction (i.e. tax "flow through" shares, etc.).
- N/A.
11. State whether the private placement will result in a change of control.
- No.
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. N/A.
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 – N/A.

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: _____
_____ .
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: _____
_____ .
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:
 - (a) Total aggregate consideration in Canadian dollars: _____ .
 - (b) Cash: _____ .
 - (c) Securities (including options, warrants etc.) and dollar value: _____
_____ .
 - (d) Other: _____ .
 - (e) Expiry date of options, warrants, etc. if any: _____ .
 - (f) Exercise price of options, warrants, etc. if any: _____ .
 - (g) Work commitments: _____ .
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).
5. Provide details of any appraisal or valuation of the subject of the acquisition known to management of the Issuer: _____
_____ .

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⁾

(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: _____

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.):

(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 _____

(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. _____

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. _____

_____.

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 August 24, 2020.

Peter Manuel
Name of Director or Senior
Officer

(signed) "Peter Manuel"

Signature

Director
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.