

FORM 1B

Listing Application

General Instructions

Please complete the following application and submit to CNSX in printed form with the application fee and the documents listed in Appendix A.

Part 1

ISSUER INFORMATION

General instruction: In this application, the term "predecessor" means any legal predecessor of the CNSX Issuer and any company with which the Issuer has engaged in a transaction that would give effect to a Fundamental Change.

☐

Initial Application

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Application Following Fundamental Change

1.1 Issuer Name:

State the full legal name(s) of Issuer.

Vodis Pharmaceuticals Inc.

1.2 Address:

Please give all addresses. Indicate registered office, head office, mailing, etc.

Head office & mailing: 104 – 1037 West Broadway
Vancouver, BC V6H 1E3

Registered Office: Suite 700 - 595 Howe Street
Vancouver, BC V6C 2T5

1.3 Telephone Number:

866-210-1420

1.4 Fax Number:

604-563-8470

1.5 General e-mail address:

info@vodis.ca

1.6 Website address:

www.vodis.ca

N/A

1.7 Jurisdiction of Incorporation:

British Columbia

1.8 Reporting Jurisdictions:

In addition to Ontario please state any other reporting jurisdiction.

British Columbia

1.9 North American Industrial Classification:

Please state your industrial classification below.

1.10 Description of Business:

Briefly describe the business the Issuer is engaged in.

The Issuer is engaged in the business of the production and sale of medical marijuana.

1.11 Class (es) of Shares/Description of Securities to be qualified for listing:

Common shares

1.12 CUSIP Number(s):

Please provide CUSIP numbers for all securities to be listed.

1 92858L 10 3 (common shares)

2

3

1.13 Desired CNSX Symbol(s)

Please specify 3 choices in order of preference. A symbol must be 3 letters and will be subject to availability. CNSX has final approval of any symbol request.

1. VP

2.

3.

1.14 Trading Currency:

CDN\$ ☒ US\$ ☐

1.15 Outstanding Shares (equity securities only):

Basic:

48,200,000 common shares

Fully Diluted:
(provide details)

48,550,000 common shares

1.16 Outstanding Warrants, Rights, Options (equity securities only):

(provide details of terms such as exercise price, expiry date, etc. as well as number outstanding)

<u>Security</u>	<u>Number Outstanding</u>	<u>Details</u>
Stock options.	350,000	Each stock option is exercisable to purchase one common share at a price of \$0.05 per common share on or before February 4, 2016.

1.17 Fiscal Year End:

June 30

1.18 News Wire Service:

Please specify which Newswire service (s) currently disseminates Issuer press releases.

Stockwatch

1.19 Issuer Contact Information:

Please provide full contact details of the person to be contacted regarding regulatory matters, accounting/administration and for shareholder inquiries.

Regulatory Contact:

Name:

Brian Gusko

Address:

104 – 1037 West Broadway, Vancouver V6H 1E3

Telephone number:

604-727-1295

Fax number:

604-563-8470

E-mail address:

briangusko@yahoo.com

Accounting/Administrative Contact:

Name:

Otto Folprecht

Address:

104 – 1037 West Broadway, Vancouver V6H 1E3

Telephone number:

(866) 210-1420

Fax number:

604-563-8470

E-mail address:

otto.folprecht@vodis.ca

Investor Relations:

Name:

Brian Gusko

Address:

104 – 1037 West Broadway, Vancouver V6H 1E3

Telephone number:

604-727-1295

Fax number:

604-563-8470

Other Contacts:

Name:

N/A

Address:

Telephone number:

Fax number:

E-mail address:

1.20 Directors, Officers, Promoter and Related Persons

Provide the name, residential address, birth date, place of birth and position or status with the Issuer for each Related Person as defined in CNSX Policy 1. Provide date and jurisdiction of incorporation or formation if not an individual.

(Please provide attachments if additional space is necessary.)

<u>Name and Address</u>	<u>Birth date and Place of Birth⁽¹⁾</u>	<u>Position with Issuer</u>
Otto Folprecht #8 – 2368 Laurel Street Vancouver, BC V5Z 4M9	November 18, 1962 Birmingham, UK	Director, CEO
Ivan Miliovski 8416 214A Street Langley, BC V3W 2T5	June 19, 1981 Sofia, Bulgaria	Director, President, COO
Brian Gusko #1607 - 1001 Homer Street Vancouver, BC V6B 1M9	May 11, 1966 Edmonton, Alberta, Canada	Director, CFO

(1) *Provide date and jurisdiction of incorporation or formation if not an individual.*

1.21 Predecessor and Related Companies (as defined in CNSX Policy 1)

Names:

The Issuer was incorporated as Vanderhoof Gold Corp., changed its name to Southbridge Resources Corp. on February 29, 2012 and on July , 2014 changed its name to Vodis Pharmaceuticals Inc.

1.22 Other Listings

Provide the name and the address of any other stock exchanges on which any securities of the issuer are already listed (or to which application for listing has been made)

Names:

N/A

Part 2

TRADING INFORMATION

2.1 Transfer and Registration:

Please provide contact information for the company's Transfer Agent(s) and Registrar(s) where (i) transfers may be effected, and (ii) registration facilities are maintained.

Transfer agent:

Name:

Equity Transfer Services

Address:

650 West Georgia Street, Suite 2700, Vancouver, BC V6B 4N9

Telephone number:

604-696-4230

Fax number:

604-696-9860

E-mail address:

eaugustin@equityfinancialtrust.com

Registrar:

Name:

Equity Financial Trust Company

Address:

650 West Georgia Street, Suite 2700, Vancouver, BC V6B 4N9

Telephone number:

604-696-4230

Fax number:

604-696-9860

E-mail address:

eaugustin@equityfinancialtrust.com

2.2 *Has the Issuer traded on another exchange in Canada? If yes, please provide trading symbol.*

No. _____

2.3 *Does the Issuer have any other class of shares?*

Yes: preferred shares. The Issuer has not issued any preferred shares. _____

Part 3

HISTORICAL INFORMATION

3.1 *Has the Issuer (or any of its predecessors) ever applied to have its shares traded on another market and been denied? If yes, please provide the name of the market or markets, dates and the reason why the application was denied.*

No. _____

3.2 *Has the Issuer or any predecessor ever had trading in its securities halted by a marketplace or been suspended from trading or delisted by an exchange? If yes, provide details. Do not include routine halts for dissemination of information, halts due to system problems in the marketplace or volatility controls imposed by a marketplace or sector or market-wide halts not specific to the Issuer (e.g. a halt due to circuit breakers for price drops). Be specific when providing reasons (e.g. suspended for failure to meet financial requirements, not "failure to meet exchange requirements"). State whether the action giving rise to the halt or suspension was remedied.*

No. _____

3.3 *Has the issuer or any of its predecessors ever been in default of their obligations as a reporting issuer (or equivalent) or its obligations as a listed issuer on another exchange? in any jurisdiction in which it is or has been a reporting issuer (or equivalent)? Include any details of cease trade orders against the issuer or any predecessor.*

No. _____

Part 4

BANKING INFORMATION

Please provide banking details.

Bank Name:

Bank of Montreal

Address:

Main Branch, 595 Burrard St Vancouver BC V7X 1L7

Transit number (five digits):

00040

Account number (Proof of Account Required):

1800 303

Account Manager (Please Print):

Michael Sale

Telephone Number:

604-665-7158

Fax Number:

604-668-1450

I certify that the above information is true to the best of my knowledge.

Dated this 29th day of July, 2014,

"Otto Folprecht"

Otto Folprecht, CEO

"Brian Gusko"

Brian Gusko, CFO

Appendix A

FILING REQUIREMENTS

Please supply the following documentation along with the completed application form.

- a) The documentation set out in Part B of the relevant Appendix to Policy 2.
- b) Certified copies of all charter documents, including, Articles of Amendment, Articles of Continuance, Articles of Amalgamation, or equivalent documents.
- c) A letter from the transfer agent stating that it has been duly appointed by the Issuer and is in a position to make transfers and make prompt delivery of share certificates.
- d) An unqualified letter from the Canadian Depository for securities Limited (CDS) confirming the CUSIP number(s) assigned to the shares.
- e) One copy of each of the annual reports for the past three years. If the applicant was formed as a result of an amalgamation, one copy of the annual reports for each of the amalgamated companies for the past three years.
- f) Any additional financial statements required in the Listing Statement (Form 2A).
- g) If applicable, copies of reports required to support the disclosures in the Listing Statement.
- h) For non-operating companies issuing equity securities, evidence that the company meets the requirements of section 1.6 of Appendix A – Equity Securities to Policy 2.
- i) Such other documentation as may be required by CNSX to consider the application.
- j) One copy of each of the preliminary and final receipts (if applicable) issued by the Ontario securities Commission in respect of the preliminary and final prospectus, as they become available.
- k) A void cheque for automatic withdrawal of monthly maintenance fee.
- l) A cheque representing the application fee.