

FORM 9

NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES **(or securities convertible or exchangeable into listed securities¹)**

Please complete the following:

Name of CNSX Issuer: Acana Capital Corp. (the "Issuer").

Trading Symbol: APB .

Date: January 18, 2012 .

Is this an updating or amending Notice: Yes

If yes provide date(s) of prior Notices: December 6, 2011.

Issued and Outstanding Securities of Issuer Prior to Issuance: 24,466,702.

Date of News Release Announcing Private Placement: December 6, 2011

Closing Market Price on Day Preceding the Issuance of the News Release: \$.04

1. Private Placement (if shares are being issued in connection with an acquisition (either as consideration or to raise funds for a cash acquisition), proceed to Part 2 of this form)

Full Name & Residential Address of Placee	Number of Securities Purchased or to be Purchased	Purchase price per Security (CDN\$)	Conversion Price (if Applicable)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed	Payment Date(1)	Describe relationship to Issuer (2)
Santokh Sahota 11, Wakehams hill, Pinner Middlesex, UK HA5 3AQ	6,000,000	\$.05	N/A	S.2.3.(2) NI 45-106	6,000,000	Jan. /12	Not related person
Ayub Khan 2 Chemin Des Pres De La Gradelle 1223 Cologny, Geneva, Switzerland	6,000,000	\$.05	N/A	S.2.3.(2) NI 45-106	6,000,000		Not related person

Limington Capital Ltd. 8 Rue Robert Ceard 1204 Geneva, Switzerland	6,000,000	\$.05	N/A	S.2.3.(2) NI 45-106	6,000,000		Not related person
Intiyaz Hudani 869 W. 19 th Avenue, Vancouver, BC V52 1x4	3,000,000	\$.05	N/A	S.2.3.(2) NI 45-106	3,000,000		Not related person
R2A2 Investments Ltd. 9038-156 th Street, Surrey, BC	6,000,000	\$.05	N/A	S.2.3.(2) NI 45-106	6,000,000		Not related person
Lucky Holdings Corp. 7211-#5 Road, Rmd., BC V6Y 2V3	6,000,000	\$.05	N/A	S.2.3.(2) NI 45-106	6,000,000		Not related person
Lakhwinder "(Lucky") Janda 11631 Blundell Road, Richmond, BC V6Y 1L4	6,000,000	\$.05	N/A	S.2.3.(2) NI 45-106	6,040,000		Not related person
Kiran Janda 11631 Blundell Road, Richmond, BC V6Y 1L4	6,000,000	\$.05	N/A	S.2.3.(2) NI 45-106	6,078,000		Not related person
Anokh Capital Corporation, 7528 = 143C Street, Surrey, BC	6,000,000	\$.05	N/A	S.2.3.(2) NI 45-106	6,000,000		Not related person

(1) Indicate date each placee advanced or is expected to advance payment for securities. Provide details of expected payment date, conditions to release of funds etc. Indicate if the placement funds been placed in trust pending receipt of all necessary approvals.

(2) Indicate if Related Person.

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

\$2,550,000.00

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.

Working Capital

3. Provide particulars of any proceeds which are to be paid to Related Persons of the Issuer: N/A

4. If securities are issued in forgiveness of indebtedness, provide details and attach the debt agreement(s) or other documentation evidencing the debt and the agreement to exchange the debt for securities. N/A
5. Description of securities to be issued:
- (a) Class Class "A" Common .
- (b) Number 51,000,000 .
- (c) Price per security \$.05 CDN .
- (d) Voting rights Yes .
6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:
- (a) Number 51,000,000 .
- (b) Number of securities eligible to be purchased on exercise of Warrants (or options) 51,000,000 .
- (c) Exercise price \$.05 .
- (d) Expiry date One year from closing .
7. Provide the following information if debt securities are to be issued: N/A
- (a) Aggregate principal amount _____ .
- (b) Maturity date _____ .
- (c) Interest rate _____ .
- (d) Conversion terms _____ .
- (e) Default provisions _____ .
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, address. 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.).

N/A _____ .

11. State whether the private placement will result in a change of control.

N/A _____ .

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 Multilateral Instrument 45-102.

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 undersigned hereby certifies to CNSX 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 CNSX Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 9 Notice of Private Placement is true.

Dated: January 18,, 2012

Eugene Beukman
Name of Director or Senior
Officer

"Eugene Beukman"
Signature

President & CEO
Official Capacity