REVIVE THERAPEUTICS LTD.

INTERIM MANAGEMENT'S DISCUSSION AND ANALYSIS – QUARTERLY HIGHLIGHTS

FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2021

Introduction

The following interim Management's Discussion & Analysis ("Interim MD&A") of Revive Therapeutics Ltd. ("Revive" or the "Company") for the three months ended September 30, 2021, has been prepared to provide material updates to the business operations, liquidity, and capital resources of the Company since its last annual management's discussion & analysis, being the Management's Discussion & Analysis ("Annual MD&A") for the fiscal year ended June 30, 2021. This Interim MD&A does not provide a general update to the Annual MD&A, or reflect any non-material events since the date of the Annual MD&A.

This Interim MD&A has been prepared in compliance with section 2.2.1 of Form 51-102F1, in accordance with National Instrument 51-102 – Continuous Disclosure Obligations. This discussion should be read in conjunction with the Annual MD&A, audited annual consolidated financial statements of the Company for the years ended June 30, 2021, and June 30, 2020, together with the notes thereto, and unaudited condensed interim consolidated financial statements of the Company for the three months ended September 30, 2021, together with the notes thereto. Results are reported in Canadian dollars, unless otherwise noted. The Company's financial statements and the financial information contained in this Interim MD&A are prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board and interpretations of the IFRS Interpretations Committee. The unaudited condensed interim consolidated financial statements have been prepared in accordance with International Standard 34, Interim Financial Reporting. Accordingly, information contained herein is presented as of November 29, 2021, unless otherwise indicated.

For the purposes of preparing this Interim MD&A, management, in conjunction with the Board of Directors, considers the materiality of information. Information is considered material if: (i) such information results in, or would reasonably be expected to result in, a significant change in the market price or value of Revive's common shares; (ii) there is a substantial likelihood that a reasonable investor would consider it important in making an investment decision; or (iii) it would significantly alter the total mix of information available to investors. Management, in conjunction with the Board of Directors, evaluates materiality with reference to all relevant circumstances, including potential market sensitivity.

Further information about the Company and its operations can be obtained from the offices of the Company or on SEDAR at **www.sedar.com**.

Caution Regarding Forward-Looking Statements

This Interim MD&A contains certain forward-looking information and forward-looking statements, as defined in applicable securities laws (collectively referred to herein as "forward-looking statements"). These statements relate to future events or the Company's future performance. All statements other than statements of historical fact are forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "continues", "forecasts", "projects", "predicts", "intends", "anticipates" or "believes", or variations of, or the negatives of, such words and phrases, or statements that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those anticipated in such forward-looking statements. The forward-looking statements in this Interim MD&A speak only as of the date of (i) this Interim MD&A; or (ii) as of the date specified in such statement. The following table outlines certain significant forward-looking statements contained in this Interim MD&A and provides the material assumptions used to develop such forward-looking statements and material risk factors that could cause actual results to differ materially from the forward-looking statements.

Forward-Looking Statements	Assumptions	Risk Factors
The Company's (i) development of product candidates, (ii) demonstration of such product candidates' safety and efficacy in clinical trials, and (iii) obtaining regulatory approval to commercialize these product candidates.	Financing will be available for development of new product candidates and conducting clinical studies; the actual results of the clinical trials will be favourable; development costs will not exceed Revive's expectations; the Company will be able to retain and attract skilled staff; the Company will be able to recruit suitable patients for clinical trials; all requisite regulatory and governmental approvals to commercialize the product candidates will be received on a timely basis upon terms acceptable to Revive; applicable economic conditions are favourable to Revive.	Availability of financing in the amount and time frame needed for the development and clinical trials may not be favourable; increases in costs; uncertainties of COVID-19 pandemic; the Company's ability to retain and attract skilled staff; the Company's ability to recruit suitable patients for clinical trials; timely and favourable regulatory and governmental compliance, acceptances, and approvals; interest rate and exchange rate fluctuations; changes in economic conditions.
The Company's ability to obtain the substantial capital it requires to fund research and operations.	Financing will be available for Revive's research and operations and the results thereof will be favourable; debt and equity markets, exchange and interest rates and other applicable economic conditions are favourable to Revive.	Changes in debt and equity markets; uncertainties of COVID-19 pandemic; timing and availability of external financing on acceptable terms; increases in cost of research and operations; interest rate and exchange rate fluctuations; adverse changes in economic conditions.
Factors affecting pre-clinical research, clinical trials and regulatory approval process of the Company's product candidates.	Actual costs of pre-clinical research, clinical and regulatory processes will be consistent with the Company's current expectations; the Company will be able to retain and attract skilled staff; the Company will be able to recruit suitable patients for clinical trials; the Company will be able to complete pre-clinical research and clinical studies on a timely basis with favourable results; all applicable regulatory and governmental approvals for product candidates will be received on a timely basis with terms acceptable to Revive; debt and equity markets, exchange and interest rates, and other applicable economic and political conditions are favourable to Revive; there will be a ready market for the product candidates.	Revive's product candidates may require time-consuming and costly pre-clinical and clinical studies and testing and regulatory approvals before commercialization; the Company's ability to retain and attract skilled staff; uncertainties of COVID-19 pandemic; the Company's ability to recruit suitable patients for clinical trials; adverse changes in regulatory and governmental processes; interest rate and exchange rate fluctuations; changes in economic and political conditions; the Company will not be adversely affected by market competition.

Forward-Looking Statements	Assumptions	Risk Factors
The Company's ability to commercialize on its own or find and enter into agreements with potential partners to bring viable product candidates to commercialization.	Revive will be able to commercialize on its own or to find a suitable partner and enter into agreements to bring product candidates to market within a reasonable time frame and on favourable terms; the costs of commercializing on its own or entering into a partnership will be consistent with Revive's expectations; partners will provide necessary financing and expertise to bring product candidates to market successfully and profitably.	Revive will not be able to commercialize on its own or find a partner and/or enter into agreements within a reasonable time frame; if the Company enters into agreements, these agreements may not be on favourable terms to Revive; costs of entering into agreements may be excessive; uncertainties of COVID-19 pandemic; potential partners will not have the necessary financing or expertise to bring product candidates to market successfully or profitably.
The Company's ability to obtain and protect the Company's intellectual property rights and not infringe on the intellectual property rights of others.	Patents and other intellectual property rights will be obtained for viable product candidates; patents and other intellectual property rights obtained will not infringe on others.	Revive will not be able to obtain appropriate patents and other intellectual property rights for viable product candidates; patents and other intellectual property rights obtained will be contested by third parties; no proof that acquiring a patent will make the product more competitive.
The Company's ability to source markets which have demand for its products and successfully supply those markets in order to generate sales.	The anticipated markets for the Company's potential products and technologies will continue to exist and expand; the Company's products will be commercially viable and it will successfully compete with other research teams who are also examining potential products and therapeutics with regards to cannabinoids, gout, cystinuria, Wilson's disease, rare diseases, pain, inflammatory skin diseases, liver diseases, inflammation, autoimmune, and central nervous system disorders.	The anticipated market for the Company's potential products and technologies will not continue to exist and expand for a variety of reasons, including competition from other products and the degree of commercial viability of the potential product.
Future actions with respect to and potential impacts of pending claims.	Revive will be able to settle or otherwise obtain disposition of claims against it on favourable terms.	Revive may will not be able to settle pending claims on favourable terms; claims may be adjudicated in a manner that is not favourable to Revive.

Inherent in forward-looking statements are risks, uncertainties and other factors beyond the Company's ability to predict or control. Please also make reference to those risk factors referenced in the "Risk Factors" section below. Readers are cautioned that the above chart does not contain an exhaustive list of the factors or assumptions that may affect the forward-looking statements, and that the assumptions underlying such statements may prove to be incorrect. Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this Interim MD&A.

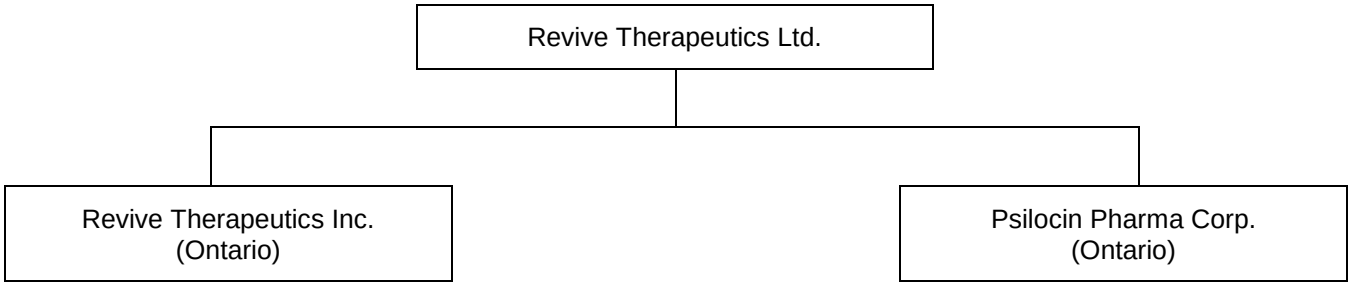
Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the Company's actual results, performance or achievements to be materially different from any of its future results, performance or achievements expressed or implied by forward-looking statements. All forward-looking statements herein are qualified by this cautionary statement. Accordingly, readers should not place undue reliance on forward-looking statements. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements whether as a result of new information or future events or otherwise, except as may be required by law. If the Company does update one or more forward-looking statements, no inference should be drawn that it will make additional updates with respect to those or other forward-looking statements, unless required by law.

The Company

Revive was incorporated pursuant to the provisions of the *Business Corporations Act* (Ontario) ("OBCA") on March 27, 2012 under the name Mercury Capital II Limited and completed its initial public offering as a capital pool company on July 9, 2013. On December 30, 2013, Revive acquired all of the issued and outstanding securities in the capital of Revive Therapeutics Inc. (the "Acquisition"). Upon completion of the Acquisition, Revive's articles of incorporation were amended to change its name to "Revive Therapeutics Ltd."

Revive's head and registered office is located at 82 Richmond Street East, Toronto, Ontario M5C 1P1.

Revive conducts its business principally through the following subsidiary companies, all of which are wholly owned by Revive:



Summary of the Business

Revive is a life sciences company focused on the research and development of therapeutics for infectious diseases and rare disorders, and it is prioritizing drug development efforts to take advantage of several regulatory incentives awarded by the U.S. Food and Drug Administration ("FDA") such as Orphan Drug, Fast Track, Breakthrough Therapy and Rare Pediatric Disease designations. Currently, the Company is exploring the use of Bucillamine for the potential treatment of infectious diseases, with an initial focus on severe influenza and COVID-19. Through its wholly owned subsidiary Psilocin Pharma Corp., Revive is advancing the development of Psilocybin-based therapeutics in various diseases and disorders. Revive's cannabinoid pharmaceutical portfolio focuses on rare inflammatory diseases and the company was granted

FDA orphan drug status designation for the use of Cannabidiol ("CBD") to treat autoimmune hepatitis (liver disease) and to treat ischemia and reperfusion injury from organ transplantation.

Recent Developments

Bucillamine

The FDA has allowed the Company to proceed with a randomized, double-blind, placebo-controlled confirmatory Phase 3 clinical trial protocol to evaluate the safety and efficacy of Bucillamine in patients with mild-moderate COVID-19.

The Phase 3 confirmatory clinical study titled, "A Multi-Center, Randomized, Double-Blind, Placebo-Controlled Study of Bucillamine in Patients with Mild-Moderate COVID-19", will enroll up to 1,000 patients that will be randomized 1:1:1 to receive Bucillamine 100 mg three times a day ("TID"), Bucillamine 200 mg TID or placebo TID for up to 14 days. The primary objective is to compare frequency of hospitalization or death in patients with mild-moderate COVID-19 receiving Bucillamine therapy with those receiving placebo. The primary endpoint is the proportion of patients meeting a composite endpoint of hospitalization or death from the time of first dose through Day 28 following randomization. Efficacy will be assessed by comparison of clinical outcome (death or hospitalization), disease severity using the 8-category NIAID COVID ordinal scale, supplemental oxygen use, and progression of COVID-19 between patients receiving standard-of-care plus Bucillamine (high dose and/or low dose) and patients receiving standard-of-care plus placebo. Safety will be assessed by reported pre-treatment adverse events and treatment-emergent adverse events (including serious adverse events and adverse events of special interest), laboratory values (hematology and serum chemistry), vital signs (heart rate, respiratory rate, and temperature), and peripheral oxygen saturation.

An interim analysis is performed by an Independent Data and Safety Monitoring Board ("DSMB") after 210 patients have been treated and followed up for a total of 28 days after randomization. The better performing Bucillamine dose at the interim analysis will be selected and patients will then be randomized 2:1 to the selected Bucillamine dose or placebo. Additional interim analyses will be performed after 600, and 800 patients have reached this same post-treatment time point. The independent DSMB will actively monitor interim data for the ongoing safety of patients and will recommend continuation, stopping or changes to the conduct of the study based on the interim analysis reports. The Company has committed to over forty clinical sites in the U.S.

The Company also received approval from the independent Institutional Review Board ("IRB") for its expanded access protocol ("EAP") for the compassionate use of Bucillamine in the treatment of COVID-19. The EAP for compassionate use is a multi-center, open label study of Bucillamine in hospitalized patients with severe COVID-19 and is being done to complement the Company's Phase 3 study.

Psychedelics

As a result of its sponsored research partnership agreement entered into with the Reed Research Group out of the University of Wisconsin-Madison to evaluate novel formulations of psilocybin, the Company received its first set of orally dissolvable thin film strips initially to be used to deliver psilocybin and subsequently additional psychedelic-derived medicines.

The Company has identified tannin-chitosan composite of orally dissolvable thin films as the lead candidate for the development of a unique delivery platform for therapeutic doses (1-20mg) of psilocybin into the oral cavity. The Company believes that there are a number of advantages and benefits of an orally dissolvable psilocybin thin film such as the rapid dissolving and onset of action to the bloodstream, the ease and convenience for patients to administer without the need of water, chewing or swallowing, the potential of

improved therapeutic outcomes and efficacy for underserved diseases and disorders and the flexibility to create accurate dosing and tasteful options.

The orally dissolvable thin film prototypes will undergo further scientific testing through a broad range of studies including testing of different dosages from 1 mg to 20 mg, physio-chemical characterization (e.g., tensile strength of films) of composite materials, dissolution and disintegration testing, and rate of psilocybin release from composites.

The drug delivery technology aims to deliver both synthetic and natural extract of psilocybin in a potential number of ways such as orally dissolvable thin films, topical gels, creams or ointments, oral or transdermal patches, oral dosages and foams. The delivery technology is a natural, non-toxic, biodegradable and biocompatible composite that combines a tannin material, which is derived from a plant group having antibacterial, antifungal, antioxidant and wound healing properties, and a chitosan material, which is derived from the crustacean group having blood-clotting and antimicrobial properties. The delivery technology has a rapid onset of action and controlled or sustained release potential capabilities and may allow combining multiple extracts from mushrooms in one formulation.

The Company also entered into a clinical trial agreement ("CTA") with the Board of Regents of the University of Wisconsin System ("UWS") to conduct a clinical study entitled, "Phase I Study of the Safety and Feasibility of Psilocybin in Adults with Methamphetamine Use Disorder." Under the terms of the CTA, the Company has an exclusive option to obtain an exclusive, worldwide, royalty-bearing commercialization license to all rights, title and interest that UWS may have or obtain in any invention that results from the clinical study.

Methamphetamine use disorder occurs when someone experiences clinically significant impairment caused by the recurrent use of methamphetamine, including health problems, physical withdrawal, persistent or increasing use, and failure to meet major responsibilities at work, school or home. According to the Substance Abuse and Mental Health Services Administration's (SAMHSA) 2018 National Survey on Drug Use and Health, there are approximately 1.1 million people aged 12 or older who have a methamphetamine use disorder in the U.S. Based on the most recent year for which data is available, the economic cost in the U.S. is approximately US$23 billion, according to data from the Rand Corporation[1]. There is no pharmaceutical treatment approved for methamphetamine dependence and the current treatment strategy is behavioral therapies, such as cognitive-behavioral and contingency management interventions.

The Company has also:

(i) signed a supply agreement with Havn Life Sciences Inc. to source naturally derived psychedelic compounds, such as psilocybin, for use in future investigational new drug enabling studies and clinical trials under the FDA guidelines;

(ii) entered into an exclusive research collaboration agreement with PharmaTher Inc. ("PharmaTher"), a wholly owned subsidiary of Newscope Capital Corporation, to accelerate the development of psilocybin in the treatment of cancer and the discovery of novel uses of undisclosed psychedelic compounds including stroke and traumatic brain injury applications;

(iii) entered into an asset purchase agreement with PharmaTher to acquire the full rights to PharmaTher's intellectual property pertaining to psilocybin;

(iv) entered into an agreement with the University of Health Sciences Antigua ("UHSA") to collaborate on utilizing Revive's novel psychedelic-assisted therapies and pioneering the clinical research and

development of psychedelics in Antigua and Barbuda;

(v) entered into a sponsored research agreement and an exclusive option to license agreement with North Carolina State University ("NC State") to develop a novel biosynthetic version of psilocybin based on a natural biosynthesis enzymatic platform developed by Dr. Gavin Williams, Professor and Researcher at NC State; and

(vi) entered into a feasibility agreement with LTS Lohmann Therapie-Systeme AG ("LTS"), a leader in pharmaceutical oral thin films, to develop and manufacture a proprietary oral psilocybin thin film strip for the Company's clinical and commercial initiatives to evaluate in mental illness, neurological and substance abuse disorders.

Cannabidiol

While the Company is largely focused on evaluating the therapeutic potential of Bucillamine and the development of Psilocybin based therapeutics, the Company is additionally engaged in evaluating the use of cannabidiol in the treatment of autoimmune hepatitis ("AIH") and in the prevention of ischemia/reperfusion injury resulting from solid organ transplantation. The Company was granted orphan drug designation for cannabidiol in the treatment of autoimmune hepatitis by the FDA. The Company entered into a clinical trial agreement with The Trustees of Indiana University ("TIU") to develop and manage a clinical study entitled, "Use of Cannabidiol as an adjunct therapy for difficult to treat autoimmune hepatitis." TIU and the Company are in the process of completing the protocol and study documents for submission of a pre-IND meeting with the FDA. Upon the receipt of permission from the FDA to proceed with the study under an IND, the Company will proceed to evaluate a potential study with CBD for ischemia/reperfusion injury. The Company has also been granted orphan drug designation for cannabidiol in the prevention of ischemia and reperfusion injury resulting from solid organ transplantation by the FDA.

List of Product Candidates

The following chart sets out the Company's product candidates that are described in this MD&A, including the program name, status, expected milestones, the amount spent on the product candidate during the three months ended September 30, 2021, the estimated cost to complete the product candidate and the Company's commercialization rights with respect to the product candidate.

Program	Status	Next Milestone	Amounts Spent during the Three Months Ended September 30, 2021 (approx.)	Estimated Total Cost to Complete 2022	Commercialization Rights
Bucillamine	Conducting FDA Phase 3 study in COVID-19.	Complete FDA Phase 3 study in COVID-19	$3,602,000	$16,398,000	Worldwide, except for Japan, South Korea and Taiwan
Psilocybin Oral Thin Film	Completed prototypes of oral thin film delivery system	Manufacture proprietary oral	$622,000	$2,878,000	Worldwide

	via sponsored research agreement with the University of Wisconsin-Madison.	psilocybin thin film strip for clinical research via agreement with LTS.			
Psilocybin Research and Development	Ongoing development of novel biosynthetic version of psilocybin at NC State.	Complete Biosynthesis studies Initiate IND-enabling studies	$nil	$500,000	Worldwide
Psilocybin Clinical Studies	Preparing clinical study in Methampheta mine use disorder with UWS. Preparing clinical study in Traumatic Brian Injury and Stroke with UWS.	Initiate clinical study in Methamphet amine use disorder Initiate clinical study TBI and Stroke	$nil	$1,000,000	Worldwide
Delivery Technology	Signed license agreement with Wisconsin Alumni Research Foundation for cannabinoids and hallucinogenic compounds (the "WARF License Agreement").(1)	Conduct research and development of formulations	$nil	$25,000	Worldwide
Cannabidiol for AIH	Signed license agreement with South Carolina Research Foundation (the	Complete human clinical study in AIH	$nil	$200,000	Worldwide

	"SCRF License Agreement").[2] Signed TIU Clinical Trial Agreement.				

Notes:

[1] Pursuant to the terms of the WARF License Agreement, the government of the United States of America is entitled as a right, to a non-exclusive, irrevocable, paid-up license to practice or have practiced the invention of the licensed patents thereunder for governmental purposes. The Wisconsin Alumni Research Foundation also reserves the right to grant non-profit research institutions and governmental agencies non-exclusive licenses to practice and use the inventions of the licensed patents thereunder for non-commercial research purposes.

[2] Pursuant to the terms of the SCRF License Agreement, the government of the United States of America is entitled to rights in the licensed technology thereunder in accordance with United States laws and regulations. The South Carolina Research Foundation also reserves the right to grant non-profit academic and research institutions non-exclusive licenses to practice and use the inventions of the licensed technology thereunder for non-commercial research purposes.

Operations Highlights

During the three months ended September 30, 2021, the Company focused primarily on the evaluation, research, development, expansion, licensing, and partnering of Bucillamine, Psilocybin-based formulations, and delivery technologies.

On August 17, 2021, the Company announced that it entered into an exclusive license agreement (the "Agreement") with Puerto Rico Science Technology and Research Trust ("PRSTRT"), representing Universidad Central del Caribe ("UCC") and St. Jude Children's Research Hospital ("St. Jude"), for the intellectual property (International Patent Application No. PCT/US2020/017053/) titled, Biologically Active Ganoderma Lucidum Compounds and Synthesis of Anticancer Derivatives; Ergosterol Peroxide Probes for Cellular Localization. Researchers at St. Jude and UCC have characterized medicinal mushroom Ganoderma lucidum compounds with anti-cancer activity, specifically significant activity against breast cancer, thus having the potential to treat the most aggressive types of breast cancers such as triple negative breast cancer and inflammatory breast cancer.

On September 21, 2021, the Company announced that AdvisorShares® Investments LLC ("AdvisorShares"), a leading sponsor of actively managed exchange-traded funds (ETFs) has included Revive Therapeutics in the inaugural launch of its AdvisorShares Psychedelics ETF ("PSIL").

On October 26, 2021, the Company provided an update on the Company's U.S. Food & Drug Administration ("FDA") Phase 3 clinical trial (the "Study") to evaluate the safety and efficacy of Bucillamine in patients with mild to moderate COVID-19.

On November 16, 2021, the Company announced a research study, titled "Thiol drugs decrease SARS-CoV-2 lung injury in vivo and disrupt SARS-CoV-2 spike complex binding to ACE2 in vitro" from the University of California, San Francisco, showing that potent thiol drugs, like Bucillamine, inhibit SARS-CoV-2 infection in vitro, specifically the Delta variant (B.1.617.2), which is now globally dominant, and also reducing SARS-CoV-2-related lung injury in vivo and providing strong rationale for trials of systemically delivered thiol drugs as COVID-19 treatments.

On November 23, 2021, the Company announced it has filed an application with the FDA to receive Orphan Drug Designation ("ODD") for Bucillamine for the prevention of ischemia–reperfusion injury (IRI) during liver transplantation.

Trends and Economic Conditions

Management regularly monitors economic financial market conditions and estimates their impact on the Company's operations and incorporates these estimates in both short-term operating and longer-term strategic decisions.

Due to the worldwide COVID-19 pandemic, material uncertainties may arise that could influence management's going concern assumption. Management cannot accurately predict the future impact COVID-19 may have on:

- Research;
- The severity and the length of potential measures taken by governments to manage the spread of the virus, and their effect on labour availability and supply lines;
- Availability of government supplies, such as water and electricity;
- Purchasing power of the Canadian dollar; and
- Ability to obtain funding.

At the date of this Interim MD&A, the Canadian federal government and the provincial government of Ontario have not introduced measures that have directly impeded the operational activities of the Company. Management believes the business will continue and, accordingly, the current situation has not impacted management's going concern assumption. However, it is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company in future periods.

Outlook

Pharmaceutical and biotechnology companies have commonly relied on two mainstream approaches to establish a product pipeline. The first being internal research and development efforts, which is expensive, time-consuming, and involves a very high degree of risk. The second common approach is product in-licensing, which is limited by increased competition from well-established global pharmaceutical and biotechnology companies to in-license or acquire a limited number of interesting and high probability of success compounds and/or delivery technologies. As such, there is a trend towards the drug repurposing development model to fill the product pipeline gap.

Traditionally, once a compound in clinical development for a specific indication is deemed to lack effectiveness, yet have a good safety profile, the drug developer will stop the clinical development regardless if the compound could be effective in treating additional medical indications. Until now, any alternative or new uses were most often discovered by serendipity. The drug repurposing industry has gone beyond serendipity and new technologies such as bioinformatics-based approaches and high put screening approaches are being utilized by drug developers. Thus, the Company believes that the drug repurposing development model will become a core drug development strategy of pharmaceutical companies and companies focused on cannabinoid solutions to treat diseases and disorders for many years to come.

The pharmaceutical industry is facing several significant pressures such as decreasing research and development productivity, increasing drug development costs, increasing patent protection loss of branded drugs, high regulatory barriers, evolving payer requirements, lower return on investment, generic drug competition, and post-market clinical trial result failures due to safety concerns. Pharmaceutical companies are being forced to find more efficient and cost-effective ways to improve their research and development strategies. There is increasing interest in drug repurposing to help fill this unmet drug development gap.

Drug repurposing has the potential to fill the unmet need of pharmaceutical companies and companies focused on cannabinoid and psychedelic solutions to treat diseases and disorders looking to fill their product pipelines, provide a new source of revenue and increase return on investment. Drug repurposing is the process of developing new indications for existing drugs or compounds, including cannabinoids. Drug repurposing has several potential research and development advantages such as reduced time to market, reduced development cost, and the improved probability of success. The drug repurposing development model has not been fully adopted by pharmaceutical companies and companies focused on cannabinoid and psychedelic solutions to treat diseases and disorders to address their product pipeline needs. Revive aims to fill this gap for the pharmaceutical industry and companies focused on cannabinoid and psychedelic solutions to treat diseases and disorders.

Financial Highlights

Financial Performance

The Company's net loss totaled $4,870,421 for the three months ended September 30, 2021, with basic and diluted loss per share of $0.02. This compares with a net loss of $4,522,532 with basic and diluted loss per share of $0.02 for the three months ended September 30, 2020. The Company had no revenue in both periods presented.

Net loss for three months ended September 30, 2021 principally related to research costs of $4,224,300 (three months ended September 30, 2020 - $240,447), professional fees of $67,528 (three months ended September 30, 2020 - $28,009), stock-based compensation of $220,280 (three months ended September 30, 2020 - $2,975,205), consulting fees of $307,881 (three months ended September 30, 2020 - $873,009), depreciation and amortization of $144 (three months ended September 30, 2020 - $194), accretion of lease liability of 17,466 (three months ended September 30, 2020 - $21,025), finance income on sub-lease of $16,903 (three months ended September 30, 2020 - $20,620) and office expenses of $49,725 (three months ended September 30, 2020 – $417,763). The increase of loss $347,889 related primarily to higher research costs and professional fees offset by lower stock-based compensation, consulting fees and office expenses during the three months ended September 30, 2021 as compared to the same period of last year.

Cash Flow

At September 30, 2021, the Company had working capital of $11,584,139, compared to working capital of $16,197,128 at June 30, 2021. The Company had cash and cash equivalents of $14,817,810 at September 30, 2021 compared to $16,599,663 at June 30, 2021. The decrease in both working capital and cash and cash equivalents is primarily due to the operating expenses incurred during the three months ended September 30, 2021 offset by the proceeds from exercise of warrants.

Liquidity and Financial Position

Cash and cash equivalents used in operating activities was $1,817,055 for the three months ended September 30, 2021. Operating activities were affected by a $144 adjustment for depreciation and amortization, stock-based compensation of $220,280, accretion of lease liability of $17,466, finance income on sub-lease of $16,903, and foreign exchange loss of $1,580, and the net change in non-cash working capital balances of $2,830,799 because of an increase of $20,493 in HST receivable, an increase of $38,484 in prepaid expenses and an increase in accounts payable and accrued liabilities of $2,889,776.

Cash and cash equivalents provided by financing activities was $35,202 for the three months ended September 30, 2021, which represents proceeds from exercises of warrants of $35,000, lease payments of $37,503 and proceeds from sublease of $37,705.

The Company had no cash and cash equivalents used in or provide by investing activities during the three months ended September 30, 2021.

At September 30, 2021, Revive had $14,817,810 in cash and cash equivalents.

As at September 30, 2021, accounts payable and accrued liabilities were $3,399,201, which includes accruals for Bucillamine Phase 3 clinical study for COVID-19 of $2,447,461 and accruals for Psilocybin research and development of $420,939. The Company's cash and cash equivalents balance as at September 30, 2021, is sufficient to pay these liabilities.

The Company has no operating revenues and therefore must utilize its income from financing transactions to maintain its capacity to meet ongoing operating activities.

As of September 30, 2021, and to the date of this Interim MD&A, the cash resources of Revive are held with one Canadian chartered bank. The Company has no debt and its credit and interest rate risk is minimal. Accounts payable and accrued liabilities are short-term and non-interest-bearing.

As of September 30, 2021, based on current projections, Revive's working capital of $11,584,139 is not sufficient to meet its planned development activities for the financial year ending June 30, 2022. The table below outlines the Company's planned uses of working capital:

Use of Proceeds	Approximate Amount Allocated	Spent	Remaining to Spend
Bucillamine Phase 3 clinical study for COVID-19 (1) (3)	$20,000,000	$3,602,000	$16,398,000
Psilocybin research and development (2) (4)	$3,500,000	$622,000	$2,878,000
Delivery Technology	$25,000	$nil	$25,000
Cannabidiol for AIH	$200,000	$nil	$200,000
Working capital and general corporate purposes	$3,050,000	$425,000	$2,625,000
Total	**$26,775,000**	**$4,649,000**	**$22,126,000**

Notes

(1) The $20,000,000 is anticipated to be allocated to cover the following milestones and activities for the Bucillamine Phase 3 clinical study for COVID-19: (i) completion of the enrollment for the Bucillamine Phase 3 clinical study which is planned to be completed in Q4 of calendar year 2021 ($17,000,000); and (ii) management operations of the Phase 3 clinical study such as project management, data management, clinical research and medical monitoring, placebo and drug manufacturing, packaging and distribution, and regulatory support ($3,000,000).

(2) The $3,500,000 is anticipated to be allocated to cover the following milestones and activities for the psilocybin research and development: (i) complete the development of the oral thin-film prototypes and manufacturing with a contract manufacturing organization which is planned to be completed in Q1 of calendar year 2022 ($2,000,000); (ii) complete the biosynthesis studies in

psilocybin at North Carolina State University and initiate IND-enabling studies in Q1 of calendar year 2022 ($500,000); and (iii) complete Phase 1 study in methamphetamine use disorder to be conducted at the University of Wisconsin which is planned to be completed in Q1 of calendar year 2022 ($1,000,000).

(3) From July 1, 2020 to September 30, 2021, the Company has spent a total of $8,422,000 on Bucillamine Phase 3 clinical study for COVID-19.

(4) From July 1, 2020 to September 30, 2021, the Company has spent a total of $757,000 on Psilocybin research and development.

The Company intends to spend the funds available to it as stated above. However, there may be circumstances were, for sound business reasons, a reallocation of the use of proceeds may be necessary. The actual amount that the Company spends in connection with each of the intended uses of proceeds will depend on several factors, including those referred to under "Risk Factors" in this Interim MD&A.

Until applied, the net use of proceeds will be held as cash balances in the Company's bank account or invested in certificates of deposit and other instruments issued by banks or obligations of or guaranteed by the Government of Canada or any province thereof or the Government of the United States or any state thereof.

The Company has not yet earned revenue from its commercial operations. For the three months ended September 30, 2021, the Company had negative cash flow from operating activities, reported a net comprehensive loss of $1,972,021 and net loss per share of $0.01. The Company anticipates it will continue to have negative cash flow from operating activities and net losses in future periods. A portion of the net use of proceeds will be used to fund negative cash flow from operating activities in future periods. See "Risk Factors" in this Interim MD&A.

Business Objectives and Milestones

The Company expects to accomplish the following business objectives and milestones using the net proceeds of the Offering:

Business Objective	Milestone(s) that must occur for Business Objective to be Accomplished	Anticipated Timing to Achieve Business Objective	Estimated Cost
Bucillamine Phase 3 clinical study for COVID-19 interim analysis	Complete Bucillamine Phase 3 clinical study for COVID-19	Q4 of calendar year 2021	$17,000,000
Psilocybin Program	Complete oral thin-film prototypes and manufacturing	Q1 of calendar year 2022	$2,000,000
	Complete Biosynthesis studies and initiate IND-enabling studies	Q1 of calendar year 2022	$500,000

	Complete Phase 1 study in Methamphetamine use disorder	Q1 of calendar year 2022	$1,000,000

While the Company believes that it has the skills and resources necessary to accomplish these business objectives, there is no certainty that the Company will be able to do so within the timelines indicated above, or at all.

Related Party Transactions

Related parties include the directors, close family members, and enterprises that are controlled by these individuals as well as certain persons performing similar functions.

(a) Revive engaged in the following transactions with related parties:

Names	Three Months Ended September 30, 2021 ($)	Three Months Ended September 30, 2020 ($)
Marrelli Support Services Inc. ("Marrelli Support") (i)	10,136	10,130
DSA Corporate Services ("DSA") (ii)	6,437	12,035
Total	**16,573**	**22,165**

(i) The Company owed Marrelli Support $2,366 as at September 30, 2021 (June 30, 2021 - owed $2,351) for the services of Carmelo Marrelli to act as Chief Financial Officer ("CFO") of the Company. This amount was included in accounts payable and accrued liabilities. The Company has entered into a consulting agreement (the "Marrelli Consulting Agreement") with Marrelli Support and Mr. Marrelli to provide the services of Mr. Marrelli as CFO of the Company. The term of the Marrelli Consulting Agreement commenced on July 14, 2013 and shall continue until terminated by either Mr. Marrelli or the Company. Pursuant to the Marrelli Consulting Agreement, Mr. Marrelli is entitled to receive monthly compensation of $1,250 per month, and incentive stock option grants on a reasonable basis, consistent with the grant of options to other grantees. In addition, Marrelli Support provides bookkeeping services to the Company. Mr. Marrelli is the Managing Director of Marrelli Support. The amounts charged by Marrelli Support are based on what Marrelli Support usually charges its clients. The Company expects to continue to use Marrelli Support for an indefinite period of time.

(ii) The Company owed DSA $2,108 as at September 30, 2021 (June 30, 2021 - $3,706) for corporate secretarial and filing services. This amount was included in accounts payable and accrued liabilities. DSA consists of two private companies beneficially controlled by Carmelo Marrelli, the CFO of the Company. Services were incurred in the normal course of operations for corporate secretarial, electronic filing and news dissemination services. The Company expects to continue to use DSA's services for an indefinite period of time.

(b) Remuneration of directors and key management personnel of the Company, excluding consulting fees, was as follows:

Stock-based Compensation **Names**	**Three Months Ended September 30, 2021 ($)**	**Three Months Ended September 30, 2020 ($)**
Michael Frank, CEO and Director	nil	2,269,824
Carmelo Marrelli, CFO	nil	20,241
Total	**nil**	**2,290,065**

Consulting fees and salaries and Benefits **Names**	**Three Months Ended September 30, 2021 ($)**	**Three Months Ended September 30, 2020 ($)**
Michael Frank, CEO and Director	90,000	60,000
Christian Scovenna, Director	nil	15,000
Derrick Welsh, Officer	nil	15,000
Total	**90,000**	**90,000**

(c) Major shareholders:

As at September 30, 2021, no person or corporation beneficially owns or exercises control or direction over common shares of the Company carrying more than 10% of the voting rights attached to all the common shares of the Company.

None of the Company's major shareholders has different voting rights other than holders of the Company's common shares.

The Company is not aware of any arrangements, the operation of which may at a subsequent date result in a change in control of the Company. The Company is not directly or indirectly owned or controlled by another corporation, by any government or by any natural or legal person severally or jointly.

Risk Factors

An investment in the securities of the Company is highly speculative and involves numerous and significant risks. Such investment should be undertaken only by investors whose financial resources are sufficient to enable them to assume these risks and who have no need for immediate liquidity in their investment. Prospective investors should carefully consider the risk factors that have affected, and which in the future are reasonably expected to affect, the Company and its financial position. Please refer to the section entitled "Risk Factors" in the Company's annual MD&A for the year ended June 30, 2021 available on SEDAR at www.sedar.com.

Subsequent Event

Subsequent to September 30, 2021, 600,000 warrants were exercised for proceeds of $42,000.