

NOT FOR DISTRIBUTION TO UNITED STATES NEWSWIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES



Mydecine Innovations Group Files Preliminary Prospectus in Connection with Bought Deal Offering of Units

DENVER - January 21, 2021 — Mydecine Innovations Group (CSE: MYCO) (OTC: MYCOF) (FSE: ONFA) (“Mydecine” or the “Company”), an emerging biopharma and life sciences company committed to the research, development, and acceptance of alternative nature-sourced medicine for mainstream use, is pleased to announce that, in connection with its bought deal offering (the “Offering”) previously announced on January 14, 2021, it has filed a preliminary short form prospectus (the “Preliminary Prospectus”) with the securities commissions or similar authorities in each province of Canada, other than Québec, and entered into an underwriting agreement with Canaccord Genuity Corp. (the “Underwriter”) dated January 20, 2021 (the “Underwriting Agreement”).

Pursuant to the Underwriting Agreement, the Underwriter has agreed to purchase, on a bought deal basis, an aggregate of 30,000,000 units of the Company (the “Units”) at a price of C\$0.50 per Unit (the “Issue Price”) for aggregate gross proceeds to the Company of C\$15,000,000 (the “Offering”). Each Unit will be comprised of one common share in the capital of the Company (a “Common Share”) and one Common Share purchase warrant (a “Warrant”). Each Warrant will be exercisable to acquire one Common Share (a “Warrant Share”) for a period of 36 months following the Closing Date at an exercise price of \$0.70 per Warrant Share. The Company also granted the Underwriter an over-allotment option to purchase up to an additional 4,500,000 Units at the Issue Price for a period of 30 days following the Closing. If the Over-Allotment Option is exercised in its entirety, the aggregate gross proceeds of the Offering will be C\$17,250,000.

Pursuant to the Underwriting Agreement, the Underwriter shall be paid (i) a cash commission equal to 7.0% of the aggregate gross proceeds of the Offering and (ii) such number of warrants equal to 7.0% of the aggregate number of Units issued pursuant to the Offering, with each warrant exercisable at any time prior to the date that is 36 months from the Closing Date to acquire one Unit at the Issue Price. Additionally, the Company shall pay the Underwriter a corporate finance fee equal to that number of Units which is equal to 2.5% of the aggregate number of Units issued pursuant to the Offering.

The Company plans to use the net proceeds of the Offering to invest in additional clinical trials, for expansion of its intellectual property portfolio, continued development of its drug pipeline, expanded research and development partnerships and initiatives and for general working capital purposes.

The Offering is scheduled to close on or about February 3, 2021, or such other date as agreed to by the Company and the Underwriter, and is subject to certain conditions including, but not limited to, the

receipt of all necessary approvals, including the approval of the Canadian Securities Exchange and the applicable securities regulatory authorities.

This news release does not constitute an offer to sell or a solicitation of an offer to sell any of the securities in the United States. The securities have not been and will not be registered under the U.S. Securities Act of 1933 (the “U.S. Securities Act”) or any state securities laws and may not be offered or sold within the United States or to U.S. Persons (as defined in Regulation S under the U.S. Securities Act) unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

The Preliminary Prospectus containing important information relating to these securities has been filed with securities commissions or similar authorities in each province of Canada, other than Québec. The Preliminary Prospectus is still subject to completion or amendment. A copy of the Preliminary Prospectus can be obtained under the Company’s corporate profile on SEDAR at www.sedar.com. There will not be any sale or any acceptance of an offer to buy the securities until a receipt for the final short form prospectus has been issued.

About Mydecine Innovations Group

Mydecine Innovations Group™ (CSE: MYCO) (OTC:MYCOF) (FSE:ONFA) is an emerging biotech and life sciences company dedicated to developing and commercializing innovative solutions for treating mental health problems and enhancing vitality. The company’s world-renowned medical and scientific advisory board is building out a robust R&D pipeline of nature-sourced psychedelic-assisted therapeutics, novel compounds, therapy protocols, and unique delivery systems. Mydecine has exclusive access to a full cGMP certified pharmaceutical manufacturing facility with the ability to import/export, cultivate, extract/isolate, and analyze active mushroom compounds with full government approval through Health Canada. Mydecine also operates out of a state-of-the-art mycology lab in Denver, CO to focus on genetic research for scaling commercial cultivation of rare (non-psychedelic) medicinal mushrooms.

At the heart of Mydecine’s core philosophy is that psychedelic-assisted psychotherapy will continue to gain acceptance in the medical community with many of the world’s best accredited research organizations demonstrating its remarkable clinical effectiveness. Mydecine recognizes the responsibility associated with psychedelic-assisted therapy and will continue to position itself as a long-term leader across the spectrum of clinical trials, research, technology, and global supply. Mydecine has also successfully completed multiple acquisitions since its inception.

Learn more at: <https://www.mydecine.com/> and follow us on [Facebook](#), [Twitter](#), and [Instagram](#).

Mydecine Innovations Group Media Contacts

Anne Donohoe / Nick Opich
KCSA Strategic Communications
adonohoe@kcsa.com / nopich@kcsa.com
212-896-1265 / 212-896-1206

On behalf of the Board of Directors:

Joshua Bartch, Chief Executive Officer
contact@mydecineinc.com

Corp Communications:

Charles Lee, Investor Relations

corp@mydecineinc.com
+1 720-277-9879

For further information about Mydecine Innovations Group, Inc., please visit the Company's profile on SEDAR at www.sedar.com or visit the Company's website at www.mydecine.com.

The Canadian Securities Exchange has neither approved nor disapproved the contents of this news release and accepts no responsibility for the adequacy or accuracy hereof. This news release contains forward-looking information within the meaning of Canadian securities laws regarding the Company and its business, which relate to future events or future performance and reflect management's current expectations and assumptions, and which may include, but are not limited to, statements with respect to the expected Closing date of the Offering, the listing of the Common Shares and Warrant Shares on the Canadian Securities Exchange, the use of proceeds of the Offering, and the timing of such events. Often but not always, forward-looking information can be identified by the use of words such as "expect", "intends", "anticipated", "believes" or variations (including negative variations) of such words and phrases, or state that certain actions, events or results "may", "could", "would" or "will" be taken, occur or be achieved. Such forward-looking statements reflect management's current beliefs and are based on assumptions made by and information currently available to the Company. Readers are cautioned that these forward-looking statements are neither promises nor guarantees, and are subject to risks and uncertainties that may cause future results to differ materially from those expected including, without limitation, risks regarding the COVID-19 pandemic, the availability and continuity of financing, the ability of the Company to adequately protect and enforce its intellectual property, the Company's ability to bring its products to commercial production, continued growth of the global adaptive pathway medicine, natural health products and digital health industries, and the risks presented by the highly regulated and competitive market concerning the development, production, sale and use of the Company's products. Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. These forward-looking statements are made as of the date hereof and the Company does not assume any obligation to update or revise them to reflect new events or circumstances save as required under applicable securities legislation. This news release does not constitute an offer to sell securities and the Company is not soliciting an offer to buy securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of such jurisdiction. This news release does not constitute an offer of securities for sale in the United States. These securities have not and will not be registered under United States Securities Act of 1933, as amended, or any state securities laws and may not be offered or sold in the United States or to a U.S. Person unless so registered, or an exemption from registration is relied upon.