

**Report Pursuant to National Instrument 62-103
and Section 5.2 of Multilateral Instrument 62-104**

1. Security and Reporting Issuer

This report is made pursuant to the provisions of the securities legislation referred to above in connection with certain acquisitions of securities of Nirvana Life Sciences Inc. (the “Company” or “Nirvana”), 2110, 650 West Georgia Street, Vancouver, British Columbia, V6B 4N8. The transaction was effected through a private placement and not through the facilities of any stock exchange.

2. Identity of Acquirer

ThreeD Capital Inc.
130 Spadina Avenue, Suite 401
Toronto, ON M5V 2L4

The acquisition described in item 1 above took place on June 1, 2022, and involved the following joint actor of ThreeD Capital Inc. (“ThreeD”):

- Sheldon Inwentash, 126 Old Forest Hill Road, Toronto, Ontario, M5P 2R9 (the “Joint Actor”)

3. Interest in Securities of the Reporting Issuer

Through the completion of a private placement (“Acquisition”), ThreeD acquired ownership and control of an aggregate of 500,000 common shares of the Company (the “Subject Shares”) and 500,000 common share purchase warrants (the “Subject Warrants” and together with the Subject Shares, the “Subject Units”) of the Company. The Subject Shares represented approximately 1.4% of all issued and outstanding common shares of Nirvana. As a result of the Acquisition, the percentage ownership held by ThreeD and the Joint Actor increased by 2.1%, on a partially diluted basis, from the last early warning report filed in connection with the acquisition of Nirvana shares, from which the Joint Actor, with ThreeD, reported a 13.6% ownership on a partially diluted basis, assuming the exercise of any warrants held.

Immediately prior to the Acquisition, ThreeD and the Joint Actor owned and controlled an aggregate of 4,500,000 common shares and nil warrants of Nirvana representing approximately 13.6% of all issued and outstanding common shares of the Company on a non-dilutive and partially dilutive basis. Of this total, ThreeD held an aggregate of 3,000,000 common shares of the Company, representing approximately 9.1% of the issued and outstanding common shares of the Company on a non-dilutive and partially dilutive basis. The Joint Actor held an aggregate of 1,500,000 common shares of the Company, representing approximately 4.5% of the issued and outstanding common shares of the Company on a non-dilutive and partially dilutive basis.

Immediately following the Acquisition, ThreeD and the Joint Actor own and control an aggregate of 5,000,000 common shares and 500,000 warrants of Nirvana, representing approximately 14.5% of all issued and outstanding common shares of the Company (or approximately 15.7% on a partially diluted basis assuming exercise of the warrants). Of this total, ThreeD held an aggregate of 3,500,000 common shares and an aggregate of 500,000 warrants of the Company, representing approximately 10.2% of the issued and outstanding common shares of the Company (or approximately 11.4% on a partially diluted basis assuming exercise of the warrants). The Joint Actor held an aggregate of 1,500,000 common shares of the Company, representing approximately 4.4% of the issued and outstanding common shares of the Company on a non-dilutive and partially dilutive basis.

4. Consideration Paid

The Subject Units were acquired at price of \$0.30 per Subject Unit for total consideration paid of \$150,000.

5. Purpose of the Transaction

The holdings of securities of the Company by ThreeD and the Joint Actor are managed for investment purposes. ThreeD and the Joint Actor may from time to time acquire additional securities of the Company, dispose of some or all of the existing or additional securities it holds or will hold, or may continue to hold its current position.

6. Agreements, Arrangements, Commitments or Understandings with respect to Securities of the Company

Not Applicable.

7. Change in Material Fact.

Not Applicable.

8. Exemption.

Section 2.3 of National Instrument 45-106 on the basis that each of ThreeD and the Joint Actor is an “accredited investor” as defined therein.

9. Certification

The undersigned certifies that the information herein is true and complete in every respect.

DATED this 15th day of June 2022

THREED CAPITAL INC.

“Lynn Chapman”

Lynn Chapman

Chief Financial Officer and Corporate Secretary