

<p>Form 1-A Issuer Information</p> <p style="text-align: center;">FORM 1-A</p>	<p>UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549</p> <p>FORM 1-A REGULATION A OFFERING STATEMENT UNDER THE SECURITIES ACT OF 1933</p>	<p style="text-align: right;">OMB APPROVAL</p> <hr/> <p style="text-align: right;">OMB Number: 3235-0286</p> <hr/> <p style="text-align: right;">Estimated average burden hours per response: 608.0</p>
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1-A: Filer Information

Issuer CIK	<input type="text" value="0001698370"/>
Issuer CCC	<input type="text" value="XXXXXXXX"/>
DOS File Number	<input type="text"/>
Offering File Number	<input type="text" value="024-10679"/>
Is this a LIVE or TEST Filing?	<input checked="" type="radio"/> LIVE <input type="radio"/> TEST
Would you like a Return Copy?	<input type="checkbox"/>
Notify via Filing Website only?	<input type="checkbox"/>
Since Last Filing?	<input type="checkbox"/>

Submission Contact Information

Name	<input type="text"/>
Phone	<input type="text"/>
E-Mail Address	<input type="text"/>

1-A: Item 1. Issuer Information

Issuer Information

Exact name of issuer as specified in the issuer's charter	<input type="text" value="TRUE LEAF MEDICINE INTERNATIONAL LTD."/>
Jurisdiction of Incorporation / Organization	<input type="text" value="BRITISH COLUMBIA, CANADA"/>
Year of Incorporation	<input type="text" value="2014"/>
CIK	<input type="text" value="0001698370"/>
Primary Standard Industrial Classification Code	<input type="text" value="FOOD & KINDRED PRODUCTS"/>
I.R.S. Employer Identification Number	<input type="text" value="00-0000000"/>
Total number of full-time employees	<input type="text" value="5"/>
Total number of part-time employees	<input type="text" value="0"/>

Contact Information

Address of Principal Executive Offices

Address 1	<input type="text" value="100 KALAMALKA LAKE ROAD"/>
Address 2	<input type="text" value="UNIT 32"/>
City	<input type="text" value="VERNON"/>
State/Country	<input type="text" value="BRITISH COLUMBIA, CANADA"/>
Mailing Zip/ Postal Code	<input type="text" value="V1T 9G1"/>

Phone

778-389-9933

Provide the following information for the person the Securities and Exchange Commission's staff should call in connection with any pre-qualification review of the offering statement.

Name	<input type="text" value="Alixé Cormick"/>
Address 1	<input type="text"/>
Address 2	<input type="text"/>
City	<input type="text"/>
State/Country	<input type="text"/>
Mailing Zip/ Postal Code	<input type="text"/>
Phone	<input type="text"/>

Provide up to two e-mail addresses to which the Securities and Exchange Commission's staff may send any comment letters relating to the offering statement. After qualification of the offering statement, such e-mail addresses are not required to remain active.

Financial Statements

Use the financial statements for the most recent period contained in this offering statement to provide the following information about the issuer. The following table does not include all of the line items from the financial statements. Long Term Debt would include notes payable, bonds, mortgages, and similar obligations. To determine "Total Revenues" for all companies selecting "Other" for their industry group, refer to Article 5-03(b)(1) of Regulation S-X. For companies selecting "Insurance", refer to Article 7-04 of Regulation S-X for calculation of "Total Revenues" and paragraphs 5 and 7 of Article 7-04 for "Costs and Expenses Applicable to Revenues".

Industry Group (select one) Banking Insurance Other

Balance Sheet Information

Cash and Cash Equivalents	<input type="text" value="\$ 2662009.00"/>
Investment Securities	<input type="text" value="\$ 50.00"/>
Total Investments	<input type="text" value="\$"/>
Accounts and Notes Receivable	<input type="text" value="\$ 2662059.00"/>
Loans	<input type="text" value="\$"/>
Property, Plant and Equipment (PP&E):	<input type="text" value="\$ 15583.00"/>
Property and Equipment	<input type="text" value="\$"/>
Total Assets	<input type="text" value="\$ 2807637.00"/>
Accounts Payable and Accrued Liabilities	<input type="text" value="\$ 218574.00"/>
Policy Liabilities and Accruals	<input type="text" value="\$"/>
Deposits	<input type="text" value="\$"/>
Long Term Debt	<input type="text" value="\$ 54502.00"/>
Total Liabilities	<input type="text" value="\$ 551781.00"/>
Total Stockholders' Equity	<input type="text" value="\$ 2255856.00"/>
Total Liabilities and Equity	<input type="text" value="\$ 2807637.00"/>

Income Statement Information

Total Revenues	\$ 294244.00
Total Interest Income	\$
Costs and Expenses Applicable to Revenues	\$ 168030.00
Total Interest Expenses	\$
Depreciation and Amortization	\$ 56974.00
Net Income	\$ -1505621.00
Earnings Per Share - Basic	\$ -0.03
Earnings Per Share - Diluted	\$ -0.03
Name of Auditor (if any)	Davidson & Company LLP

Outstanding Securities**Common Equity**

Name of Class (if any) Common Equity	common shares
Common Equity Units Outstanding	70517287
Common Equity CUSIP (if any):	89785
Common Equity Units Name of Trading Center or Quotation Medium (if any)	Canadian Securities Exchange

Preferred Equity

Preferred Equity Name of Class (if any)	preferred shares
Preferred Equity Units Outstanding	0
Preferred Equity CUSIP (if any)	0
Preferred Equity Name of Trading Center or Quotation Medium (if any)	Not Applicable

Debt Securities

Debt Securities Name of Class (if any)	none
Debt Securities Units Outstanding	0
Debt Securities CUSIP (if any):	0
Debt Securities Name of Trading Center or Quotation Medium (if any)	Not Applicable

1-A: Item 2. Issuer Eligibility**Issuer Eligibility**

Check this box to certify that all of the following statements are true for the issuer(s)



- Organized under the laws of the United States or Canada, or any State, Province, Territory or possession thereof, or the District of Columbia.
- Principal place of business is in the United States or Canada.
- Not subject to section 13 or 15(d) of the Securities Exchange Act of 1934.

- Not a development stage company that either (a) has no specific business plan or purpose, or (b) has indicated that its business plan is to merge with an unidentified company or companies.
- Not an investment company registered or required to be registered under the Investment Company Act of 1940.
- Not issuing fractional undivided interests in oil or gas rights, or a similar interest in other mineral rights.
- Not issuing asset-backed securities as defined in Item 1101 (c) of Regulation AB.
- Not, and has not been, subject to any order of the Commission entered pursuant to Section 12(j) of the Exchange Act (15 U.S.C. 78l(j)) within five years before the filing of this offering statement.
- Has filed with the Commission all the reports it was required to file, if any, pursuant to Rule 257 during the two years immediately before the filing of the offering statement (or for such shorter period that the issuer was required to file such reports).

1-A: Item 3. Application of Rule 262

Application Rule 262

Check this box to certify that, as of the time of this filing, each person described in Rule 262 of Regulation A is either not disqualified under that rule or is disqualified but has received a waiver of such disqualification.

Check this box if "bad actor" disclosure under Rule 262(d) is provided in Part II of the offering statement.

1-A: Item 4. Summary Information Regarding the Offering and Other Current or Proposed Offerings

Summary Information

Check the appropriate box to indicate whether you are conducting a Tier 1 or Tier 2 offering Tier1 Tier2

Check the appropriate box to indicate whether the financial statements have been audited Unaudited Audited

Types of Securities Offered in this Offering Statement (select all that apply)

Equity (common or preferred stock)

Does the issuer intend to offer the securities on a delayed or continuous basis pursuant to Rule 251(d)(3)? Yes No

Does the issuer intend this offering to last more than one year? Yes No

Does the issuer intend to price this offering after qualification pursuant to Rule 253(b)? Yes No

Will the issuer be conducting a best efforts offering? Yes No

Has the issuer used solicitation of interest communications in connection with the proposed offering? Yes No

Does the proposed offering involve the resale of securities by affiliates of the issuer? Yes No

Number of securities offered

Number of securities of that class outstanding

The information called for by this item below may be omitted if undetermined at the time of filing or submission, except that if a price range has been included in the offering statement, the midpoint of that range must be used to respond. Please refer to Rule 251(a) for the definition of "aggregate offering price" or "aggregate sales" as used in this item. Please leave the field blank if undetermined at this time and include a zero if a particular item is not applicable to the offering.

Price per security

The portion of the aggregate offering price attributable to securities being offered on behalf of the issuer

The portion of the aggregate offering price attributable to securities being offered on behalf of selling securityholders

The portion of the aggregate offering price attributable to all the securities of the issuer sold pursuant to a qualified offering statement within the 12 months before the qualification of this offering statement

The estimated portion of aggregate sales attributable to securities that may be sold pursuant to any other qualified offering

statement concurrently with securities being sold under this offering statement

Total (the sum of the aggregate offering price and aggregate sales in the four preceding paragraphs)

Anticipated fees in connection with this offering and names of service providers

Underwriters - Name of Service Provider	<input type="text" value="Boustead Securities LLC"/>	Underwriters - Fees	<input type="text" value="\$ 882260.00"/>
Sales Commissions - Name of Service Provider	<input type="text"/>	Sales Commissions - Fee	<input type="text" value="\$"/>
Finders' Fees - Name of Service Provider	<input type="text"/>	Finders' Fees - Fees	<input type="text" value="\$"/>
Accounting or Audit - Name of Service Provider	<input type="text" value="Davidson & Company LLP"/>	Accounting or Audit - Fees	<input type="text" value="\$ 20000.00"/>
Legal - Name of Service Provider	<input type="text" value="Venture Law Corporation"/>	Legal - Fees	<input type="text" value="\$ 40000.00"/>
Promoters - Name of Service Provider	<input type="text"/>	Promoters - Fees	<input type="text" value="\$"/>
Blue Sky Compliance - Name of Service Provider	<input type="text"/>	Blue Sky Compliance - Fees	<input type="text" value="\$"/>
CRD Number of any broker or dealer listed:	<input type="text" value="141391"/>		
Estimated net proceeds to the issuer	<input type="text" value="\$ 9057740.00"/>		
Clarification of responses (if necessary)	<input type="text" value="Underwriters will also receive warrants to purchase 6% of the securities issued in this offering at \$1.05 per share. Underwrit warrants and underlying shares (857,143 shares) are also being qualified in this offering statement."/>		

1-A: Item 5. Jurisdictions in Which Securities are to be Offered

Jurisdictions in Which Securities are to be Offered

Using the list below, select the jurisdictions in which the issuer intends to offer the securities

Selected States and Jurisdictions

- ALABAMA
- ALASKA
- ARIZONA
- ARKANSAS
- CALIFORNIA
- COLORADO
- CONNECTICUT
- DELAWARE
- DISTRICT OF COLUMBIA
- FLORIDA
- GEORGIA
- HAWAII
- IDAHO
- ILLINOIS
- INDIANA
- IOWA
- KANSAS
- KENTUCKY
- LOUISIANA
- MAINE
- MARYLAND
- MASSACHUSETTS
- MICHIGAN
- MINNESOTA
- MISSISSIPPI
- MISSOURI
- MONTANA
- NEBRASKA
- NEVADA
- NEW HAMPSHIRE
- NEW JERSEY
- NEW MEXICO

NEW YORK
NORTH CAROLINA
NORTH DAKOTA
OHIO
OKLAHOMA
OREGON
PENNSYLVANIA
PUERTO RICO
RHODE ISLAND
SOUTH CAROLINA
SOUTH DAKOTA
TENNESSEE
TEXAS
UTAH
VERMONT
VIRGINIA
WASHINGTON
WEST VIRGINIA
WISCONSIN
WYOMING
ALBERTA, CANADA
BRITISH COLUMBIA, CANADA
MANITOBA, CANADA
NEW BRUNSWICK, CANADA
NEWFOUNDLAND, CANADA
NOVA SCOTIA, CANADA
ONTARIO, CANADA
PRINCE EDWARD ISLAND, CANADA
QUEBEC, CANADA
SASKATCHEWAN, CANADA
YUKON, CANADA

Using the list below, select the jurisdictions in which the securities are to be offered by underwriters, dealers or sales persons or check the appropriate box

None

Same as the jurisdictions in which the issuer intends to offer the securities

Selected States and Jurisdictions

ALABAMA
ALASKA
ARIZONA
ARKANSAS
CALIFORNIA
COLORADO
CONNECTICUT
DELAWARE
DISTRICT OF COLUMBIA
FLORIDA
GEORGIA
HAWAII
IDAHO
ILLINOIS
INDIANA
IOWA
KANSAS
KENTUCKY
LOUISIANA
MAINE
MARYLAND
MASSACHUSETTS
MICHIGAN
MINNESOTA
MISSISSIPPI
MISSOURI
MONTANA
NEBRASKA
NEVADA

NEW HAMPSHIRE
NEW JERSEY
NEW MEXICO
NEW YORK
NORTH CAROLINA
NORTH DAKOTA
OHIO
OKLAHOMA
OREGON
PENNSYLVANIA
PUERTO RICO
RHODE ISLAND
SOUTH CAROLINA
SOUTH DAKOTA
TENNESSEE
TEXAS
UTAH
VERMONT
VIRGINIA
WASHINGTON
WEST VIRGINIA
WISCONSIN
WYOMING

1-A: Item 6. Unregistered Securities Issued or Sold Within One Year

Unregistered Securities Issued or Sold Within One Year

None

Unregistered Securities Issued

As to any unregistered securities issued by the issuer of any of its predecessors or affiliated issuers within one year before the filing of this Form 1-A, state:

(a) Name of such issuer

(b)(1) Title of securities issued

(2) Total Amount of such securities issued

(3) Amount of such securities sold by or for the account of any person who at the time was a director, officer, promoter or principal securityholder of the issuer of such securities, or was an underwriter of any securities of such issuer.

(c)(1) Aggregate consideration for which the securities were issued and basis for computing the amount thereof.

(2) Aggregate consideration for which the securities listed in (b)(3) of this item (if any) were issued and the basis for computing the amount thereof (if different from the basis described in (c)(1)).

Unregistered Securities Act

(d) Indicate the section of the Securities Act or Commission rule or regulation relied upon for exemption from the registration requirements of such Act and state briefly the facts relied upon for such exemption.