

# Rritual™

## superfoods

TERM SHEET  
Rritual Superfoods Inc.  
\$4,000,000

August 18, 2021

*A preliminary short form prospectus containing important information relating to the securities described in this document has not yet been filed with the securities regulatory authorities in the provinces of Ontario, Alberta, and British Columbia. A copy of the preliminary short form prospectus is required to be delivered to any investor that received this document and expressed an interest in acquiring the securities. Copies of the preliminary short form prospectus may be obtained from Clarus Securities Inc., 130 King Street West, Suite 3640, Toronto, ON M5X 1A9. 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. This document does not provide full disclosure of all material facts relating to the securities offered. Investors should read the preliminary short form prospectus, final short form prospectus and any amendment, for disclosure of those facts, especially risk factors relating to the securities offered, before making an investment decision.*

### **BOUGHT DEAL OFFERING OF UNITS BY WAY OF SHORT FORM PROSPECTUS**

- Issuer:** Rritual Superfoods Inc. (the “Company”).
- Offering:** 8,000,000 Units (the “Units”) of the Company. Each Unit will be comprised of one Common Share (each a “Common Share”) and one half of one Common Share purchase warrant (each whole Common Share purchase warrant, a “Warrant”). Each Warrant will entitle the holder thereof to purchase one Common Share (a “Warrant Share”) at a price of \$0.60 before March 5th, 2024. In the event that the Common Shares trade on the Canadian Securities Exchange (the “CSE”) at a price of \$1.20 or greater per Common Share for a period of 10 consecutive trading days, the Company may accelerate the expiry of the Warrants by giving notice to the holders thereof, such that the Warrants shall expire on the 31<sup>st</sup> day after the date of such notice.
- The Company will take commercially reasonable best efforts to have the Warrants listed on the CSE or on such other stock exchange or quotation system on which the Company’s common shares then principally trade.
- Offering Price:** \$0.50 per Unit.
- Offering Size:** \$4,000,000 (\$4,600,000 in the event that the Over-allotment Option is exercised in full).
- Type of Transaction:** Bought deal offering by way of a short form prospectus, subject to the underwriting agreement, to be filed in the provinces of Ontario, Alberta, and British Columbia. The Units may be offered and sold in the United States pursuant to the exemption from the registration requirements of the U.S. Securities Act of 1933, as amended (the “U.S. Securities Act”), provided by Rule 144A thereunder or Rule 506(b) of Regulation D thereunder or in such other manner as to not require registration under the U.S. Securities Act. The Units may also be offered in those jurisdictions outside of Canada and the United States as agreed to by the Company and Clarus Securities Inc. (the “Underwriter”).
- Over-allotment Option:** The Underwriter shall have an over-allotment option, exercisable in whole or in part, for a period of 30 days from and including the Closing Date to purchase up to an additional 1,200,000 Units for additional gross proceeds of \$600,000 on the same terms and conditions as the Offering.
- Use of Proceeds:** The Company intends to use the net proceeds from the Offering for general corporate and working capital purposes.

**Underwriter:** Clarus Securities Inc. as sole Underwriter and Bookrunner.

**Eligibility:** Eligible for investment in RRSPs, RRIFs, RESPs, DPSPs, and TFSAs.

**Listing:** The Common Shares currently trade on the Canadian Stock Exchange under the symbol “RSF”.

**Closing Date:** On or about September 8<sup>th</sup>, 2021.