



## BOOSH PLANT-BASED BRANDS INC.

March 8, 2021

### INITIAL PUBLIC OFFERING TERM SHEET

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*A preliminary long form prospectus containing important information relating to the securities described in this document has been filed with the securities regulatory authorities in each of British Columbia, Alberta, Manitoba, and Ontario. A copy of this preliminary prospectus, and any amendment, is required to be delivered with this document.*

*The preliminary prospectus is still subject to completion. There will not be any sale or any acceptance of an offer to buy the securities until a receipt for the final 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, final prospectus and any amendment, for disclosure of those facts, especially risk factors relating to the securities offered, before making an investment decision.*

<b>ISSUER:</b>	Boosh Plant-Based Brands Inc. (" <b>Boosh</b> " or the " <b>Company</b> ")
<b>AMOUNT:</b>	\$2,000,000
<b>OFFERING:</b>	Treasury offering of units (" <b>Units</b> ") in the capital of the Company.  Each Unit consists of one common share in the capital of the Company (a " <b>Share</b> ") and one common share purchase warrant (a " <b>Warrant</b> ") of the Company. Each Warrant will entitle the holder thereof to acquire Share at an exercise price of \$1.00 per Share at any time before the date that is 12 months from the Closing Date.
<b>PRICE:</b>	\$0.50 per Unit (the " <b>Issue Price</b> ")
<b>OVER-ALLOTMENT:</b>	The Company grants the Agent an option, exercisable, in whole or in part by Haywood, until the closing of the Offering, to sell up to an additional number of Units equal to 15% of the Units sold pursuant to the Offering at a price per Unit equal to the Issue Price.
<b>TRANSACTION STRUCTURE:</b>	Best-efforts prospectus offering of Common Shares in the Qualifying and Selling Jurisdictions.
<b>QUALIFYING AND SELLING JURISDICTIONS:</b>	The Units will be eligible for sale in British Columbia, Alberta, Manitoba and Ontario.
<b>USE OF PROCEEDS:</b>	The net proceeds will be used for working capital and general corporate purposes.
<b>LISTING:</b>	The Company shall obtain the necessary approvals to list the Shares on the Canadian Stock Exchange (the " <b>CSE</b> "), which listing shall be approved prior to the Closing Date.
<b>AGENT:</b>	Haywood Securities Inc.

**ELIGIBILITY:** Eligible under the usual statutes as well as for RRSPs, RRIFs, DPSPs, RESPs and TFSAs.

**CLOSING:** On such date as agreed between the Company and the Agent (the “**Closing Date**”), each acting reasonably.