

ANNOUNCEMENT OF APPLICATION FOR ADMISSION TO THE AQSE GROWTH MARKET
Date: 09/02/2023
APPLICANT NAME:
PanGenomic Health Inc
APPLICANT REGISTERED OFFICE, PRINCIPAL PLACE OF BUSINESS (IF DIFFERENT) AND TELEPHONE NUMBER:
+1 604 218 5788 Registered office: 595 Howe Street Suite 704 Vancouver, BC V6C 2T5 Business address: 232 – 3800 Wesbrook Mall Vancouver British Columbia V6S 2L9
DIRECTORS AND PROPOSED DIRECTORS (IF APPLICABLE):
Vincent Lum – 26/12/1959 Mr. Lum has almost 20 years of experience in life science and medical device company operations, along with investment and venture capital experience. Vincent has served as CEO of Metaara Medical Diagnostics, CFO of Vidigami, CFO of Hemex Health and CFO of CardioDigital (acquired by Medtronic). Vincent has also served as VP and Venture Partner of MDS Capital and VP and Venture partner of RBC Venture Capital and Manager of Investments at Advanced Systems Institute. Vincent holds an MSc in Microbiology and Immunology and an MBA from The University of British Columbia.
Robert Nygen – 13/03/1963 Mr. Nygren co-founded the psychedelics biotechnology company Havn Life Sciences (CSE:HAVN) and is a founding director of Psy Integrated Health Corp, which owns the Empower Health integrative health clinic in Vancouver. Robert also co-founded the ETC3 Tech Centre in the South Research Campus of The University of British Columbia, which provides facilities, funding and advisory services for life science, agritech, cleantech and fintech companies. Previously, Robert was CEO of Epic Data, a publicly-traded software company, and CEO of Fincentric, a core-banking system sold to Open Solutions (now Fiserv). Robert holds an LLB from Western University.
Peter Green – 08/03/1961 Mr. Green has leadership experience in both large corporations and small businesses in the cloud technologies, AI, mobile and telecommunications sectors. He has served as president of business solutions at Telus with responsibility for its Telus Health division. Peter previously served as CEO and a director of Mobilum Technologies Inc. (CSE: MBLM). Mr. Green is also a director of Fobi AI Inc. (TSX.V: FOBI). Mr. Green received an Ordinary National Diploma, Business Studies from Nelson and Colne College.
Jonathan Lutz – 12/04/1974 Mr. Lutz has experience in the video game industry, having served in various executive management positions at Electronic Arts (EA) since 1998. He recently had responsibility for Corporate Strategy, CTO Finance and Strategy, Operations & Finance leadership for EA’s Strategic Growth Division. Jonathan previously served as CFO of EA Canada. Mr. Lutz received an MA from Christ’s College, Cambridge University and is an Associate of the Chartered Institute of Management Accountants.
APPLICANT SECTOR:
Health Care
DESCRIPTION OF THE APPLICANT AND ITS ACTIVITIES:

The Company is a precision health company that has developed a self-care digital platform to deliver personalised, evidence-based information about natural treatments to support mental health.

The Company has three platforms:

Nara App - a mental health mobile app which provides consumers with a knowledge base tailored to an individual's unique user profile, developed by tracking a user's treatment regimen and their specific genomic, proteomics and microbiomic data.

Mindleap.com - an app and telehealth platform for holistic mental wellness which grants users access to great audio content and blogs, a mental health tracker, and access to professional services for mental well-being

The Company's digital therapeutics clinic platform, the PlantGx Platform, provides health practitioners with access to a consumer's Nara App data in order to assist them to optimize the identification of appropriate natural remedies and monitor a patient's prognosis during treatment.

Mindleap.com was acquired in November 2022 when the Company purchased the entire issued share capital for Mindleap Health Inc from Mydecine Innovations Group Inc.

NAME OF AQSE CORPORATE ADVISER:

Novum Securities Limited

NUMBER, CLASS AND PAR VALUE OF SECURITIES TO BE ADMITTED:

99,128,169 Class A Common Shares without par value

SECURITIES IN PUBLIC HANDS AS A PERCENTAGE OF THE TOTAL NUMBER OF SECURITIES IN ISSUE (excluding securities held in treasury):

88.6%

SHAREHOLDERS HOLDING MORE THAN FIVE PER CENT OF THE APPLICANT'S SHARE CAPITAL OR VOTING RIGHTS PRE- AND POST-ADMISSION:

N/A

TIMETABLE FOR ANY OFFER OF TRANSFERABLE SECURITIES TO THE PUBLIC:

N/A

THE EXPECTED ADMISSION DATE:

TBC

WEBSITE ADDRESS WHERE INVESTOR INFORMATION WILL BE AVAILABLE FOR INSPECTION:

<https://www.pangenomic.com/>

In respect of a fast-track applicant, the following information should also be included:

NAME OF MARKET ON WHICH THE APPLICANT'S SECURITIES ARE CURRENTLY TRADED:

Canada – CSE

ARRANGEMENTS FOR THE SETTLEMENT OF TRANSACTIONS IN THE APPLICANT'S SECURITIES:

CREST

DETAILS OF ANY LOCK-IN ARRANGEMENTS:

10,079,150 of the shares currently in issue are subject to escrow arrangements. These restrictions are removed as follows:

2,060,830 on 18 July 2023

2,060,830 on 18 Jan 2024

1,985,830 on 18 July 2024

1,985,830 on 18 Jan 2025

6,184,407 of the shares are subject to lock up provisions. These lock up provisions will be removed as follows:

3,092,203 on 18 July 2023

3,092,204 on 18 January 2024

1,333,332 of the shares are subject to Canadian statutory resale restrictions, expiring on 24 April 2023.

2,000,000 of the shares are subject to Canadian statutory resale restrictions, expiring on 9 April 2023.

DETAILS OF THE LEGAL OR REGULATORY REQUIREMENTS IN THE APPLICANT'S HOME COUNTRY REGARDING THE CONDUCT OF TAKEOVERS AND THE ACQUISITION OF SIGNIFICANT VOTING RIGHTS TO WHICH THE APPLICANT IS SUBJECT:

Canadian National Instrument 62 – 104 “Take-Over Bids and Issuer Bids” and National Policy 62 – 203 “Take-Over Bids and Issuer Bids”

This applies to a bidder (and its affiliates and joint actors) acquiring beneficial ownership of 20 per cent or more of the outstanding securities of an Issuer.

In respect of an update to a prior application announcement, the date of the original announcement should also be disclosed as follows:

UPDATE TO A PRIOR APPLICATION ANNOUNCEMENT RELEASED ON:

N/A