Cannabis GROWTH OPPORTUNITY CORPORATION

Management's Discussion and Analysis

For the Six Months Ended April 30, 2020

August 12, 2020

The following is Management's Discussion and Analysis ("MD&A") of the financial condition and results of operations of Cannabis Growth Opportunity Corporation (the "Corporation" or "CGOC"). This MD&A should be read in conjunction with the Corporation's interim financial statements for the six months ended April 30, 2020 (the "Financial Statements"). By their nature, the interim financial statements do not include all the information required for full annual financial statements. Accordingly, this MD&A should be read in conjunction with the Corporation's audited financial statements and notes thereto for the year ended October 31, 2019 and the related MD&A.

Except as otherwise noted, (see "Use of Non-GAAP Measures" elsewhere in the MD&A), all financial data in this MD&A has been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). All dollar figures included therein and in the following MD&A are expressed in Canadian dollars unless otherwise indicated.

About CGOC

CGOC is an investment corporation, which incorporated under the laws of Canada on October 29, 2017. CGOC's common shares trade publicly on the Canadian Securities Exchange (the "Exchange"), under the symbol CGOC. The Corporation's principal business address is 240 Richmond St. W, Suite 4164, Toronto, Ontario, M5V 1V6.

The Corporation's investment objectives are to provide shareholders with long-term, total returns through capital appreciation by investing in an actively managed portfolio of securities (the "Portfolio") comprised of: (i) public companies for which the Corporation does not receive rights to elect one or more directors or otherwise becomes actively involved in (the "Passive Public Portfolio"); (ii) public companies for which the Corporation receives rights to elect one or more directors or otherwise becomes actively involved in (the "Active Public Portfolio" and together with the Passive Public Portfolio, the "Public Portfolio"); and (iii) private companies operating in, or that derive a significant portion of their revenue or earnings from products or services related to the cannabis industry (the "Private Portfolio").

The Portfolio composition will vary over time depending on the Corporation's and the Investment Manager's assessment of overall market conditions, opportunities and outlook including the allocation between the Public Portfolio and the Private Portfolio which will be determined by the Corporation.

CGOC Management Corp (the "Manager") is the manager and promoter of the Corporation. See *Appendix I* for the management agreement between the Manager and the Corporation. StoneCastle Investment Management Inc. will act as the Corporation's investment manager (the "Investment Manager") with respect to the Passive Public Portfolio.

The Corporation is subject to certain restrictions and practices contained in securities legislation. In addition, the Corporation is subject to the following investment restrictions which limit the securities that the Corporation may acquire for the Portfolio:

(i) purchase securities, other than securities of cannabis issuers, provided that the Corporation may purchase securities of issuers operating in subsectors ancillary to the cannabis industry in an amount up to 25% of the total assets of the Corporation;

(ii) invest in securities of issuers that are in breach of the *Cannabis Act* and/or the regulatory framework enacted by the applicable U.S. state;

(iii) have short exposure, other than for purposes of hedging, in excess of 20% of the total assets of the Corporation as determined on a daily marked-to-market basis;

(iv) conduct any activity that would result in the Corporation failing to qualify as a "public corporation" within the meaning of the *Income Tax Act* (Canada);

(v) invest in or hold (a) securities of or an interest in any non-resident entity, an interest in or a right or option to acquire such property, or an interest in a partnership which holds any such property if the Corporation (or the partnership) would be required to include any significant amounts in income pursuant to section 94.1 of the *Income Tax Act* (Canada), (b) an interest in a trust (or a partnership which holds such an interest) which would require the Corporation (or the partnership) to report income in connection with such interest pursuant to the rules in section 94.2 of the *Income Tax Act* (Canada), or (c) any interest in a non-resident trust (or a partnership which holds such an interest) other than an "exempt foreign trust" for the purposes of section 94 of the *Income Tax Act* (Canada);

(vi) invest in any security that is or would be a tax shelter investment within the meaning of the *Income Tax Act* (Canada); and

(vii) enter into any arrangement (including the acquisition of securities for the Portfolio) where the result is a "dividend rental arrangement" for the purposes of the *Income Tax Act* (Canada), or engage in securities lending that does not constitute a "securities lending arrangement" for purposes of the *Income Tax Act* (Canada).

Additional information relevant to the Corporation's activities, including press releases, can be found on SEDAR at www.sedar.com or www.cgocorp.com.

Risk Factors

There are certain risks inherent in an investment in the common shares of the Corporation and in the activities of the Corporation. Risks factors are disclosed in the prospectus of the Corporation filed in connection with the Offering under the heading "Risk Factors" that is available at www.sedar.com. If any of the risks outlined in such disclosure occur or if others occur the Corporation's business, operating results, and financial condition could be seriously harmed: investors may lose all of their investment. Other than set out or contemplated herein, management is not aware of any significant changes in risks and risk factors since the date of the prospectus, January 16, 2018.

COVID-19

In March 2020, the World Health Organization declared a global pandemic related to the outbreak of the novel strain of coronavirus, specifically identified as “COVID-19”. This has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures which include the implementation of travel bans, self-imposed quarantine periods, and social distancing have caused material disruption to businesses resulting in a global economic disruption. At the same time, global equity markets have experienced historic volatility and weakness. Governments and central banks have reacted with significant monetary and fiscal interventions designed to stabilize domestic economic conditions. The duration and eventual impact of the COVID-19 outbreak is unknown at this time, as is the efficacy of the government and central bank interventions.

The Corporation's ability to operate has not been directly impacted by the COVID-19 pandemic or the closure of non-essential businesses, but many of the Corporation's investee companies could be negatively impacted by the COVID-19 pandemic.

The volatility in the equity markets may have a material impact on the Corporation's earnings and the fair value of the Corporation's public and private investment portfolio and will also impact the Corporation's investee companies’ earnings and ability to raise capital for their ongoing operations

Investment Restriction Amendments

The Corporation held its annual and special meeting of shareholders on April 30, 2020 (the “Meeting”). As a result, the shareholders voted overwhelmingly in favour of the following amendments related to the Corporation’s investment restrictions:

(i) An amendment to the Company's By-Law No. 1 to remove the investment restriction prohibiting the Company from investing more than 40% of its total assets in securities of private issuers;

(ii) An amendment to the Company's By-Law No. 1 to remove the investment restriction prohibiting the Company from investing more than 10% of its total assets in securities of any single issuer;

(iii) An amendment to the Company's By-Law No. 1 to remove the investment restriction prohibiting the Company from borrowing money or employing any other forms of leverage greater than 25% of the value of the Company's public portfolio.

These amendments and other matters approved at the Meeting are described in detail in the Corporation’s Management Information Circular, dated March 31, 2020, on www.sedar.com.

Selected Annual Information

	31-Oct-19	31-Oct-18
Investment income (loss) for the year	$(850,081)	$6,355,508
Net income (loss) and comprehensive income (loss) for the year	(2,881,029)	3,480,920
Income (loss) per share for the year, basic and diluted(i)	(0.18)	0.29
Operating expenses	1,975,488	1,079,202(ii)
Total assets	39,805,931	42,223,355
Total liabilities	376,772	754,835
Issued capital(iii)	36,077,913	35,411,624
Shareholder's Equity	39,429,159	41,468,520
Common shares outstanding	16,079,184	15,652,140
Warrants outstanding(iv)	15,513,150	15,513,250

Note: Amounts may not total due to rounding.

(i) Based on weighted average number of common shares outstanding during the quarter.

(ii) The operating expenses excludes stock option expense of $1,792,100 during the year ended October 31, 2018.

(iii) Issued capital includes share capital and warrants.

(iv) Only refers to the publicly trading warrants as part of the initial public offering.

Selected Quarterly Information

	30-Apr-20	31-Jan-20	31-Oct-19	31-Jul-19
Investment income (loss) for the period	$(10,570,982)	$ (2,735,807)	$ (5,731,464)	$ (12,106,358)
Net income (loss) and comprehensive income (loss) for the period	(10,996,733)	(3,023,095)	(5,922,151)	(11,359,443)
Income (loss) per Share for the period (i)	(0.49)	(0.19)	(0.39)	(0.73)
Total assets	31,561,851	36,788,628	39,805,931	46,032,278
Total liabilities	652,549	382,564	376,772	680,967
Shareholder's Equity	30,909,302	36,406,064	39,429,159	45,351,311
Operating expenses for the period	425,751	346,034	586,185	405,687
Common shares outstanding	24,740,600	16,079,184	16,079,184	16,079,184
Warrants outstanding(ii)	0	0	15,513,150	15,513,150

	30-Apr-19	31-Jan-19	31-Oct-18	31-Jul-18
Investment income (loss) for the period	$ 9,855,834	$7,131,907	$6,204,327	$2,262,186
Net income (loss) and comprehensive income (loss) for the period	7,846,015	6,554,550	5,761,449	1,937,360
Income (loss) per Share for the period [(i)]	0.51	0.42	0.37	0.12
Total assets	57,372,138	48,145,395	42,223,355	35,881,228
Total liabilities	1,909,069	456,887	754,835	177,921
Shareholder's Equity	55,463,069	47,688,508	41,468,520	35,703,307
Operating expenses for the period	406,259	577,357	442,881	324,826
Common shares outstanding	15,352,340	15,393,740	15,652,140	15,652,140
Warrants outstanding[(ii)]	15,513,250	15,513,250	15,513,250	15,513,250

Note: Amounts may not total due to rounding.

(i) Based on weighted average number of common shares outstanding during the quarter.

(ii) Only refers to the publicly trading warrants as part of the initial public offering. The publicly trading warrants expired on January 26, 2020.

Investments

The Corporation held the following investments as at April 30, 2020:

Investment Category	**Cost**	**Fair Value**	**Percentage (Fair Value)**
Equities	$29,825,298	$20,349,230	67%
Warrants	3,325,395	1,646,446	5%
Convertible Debentures	8,231,250	8,412,172	28%
Total investments	**$41,381,943**	**$30,407,848**	**100%**
Portfolio Allocation	**Cost**	**Fair Value**	**Percentage (Fair Value)**
Active Public	$7,616,789	$5,974,173	20%
Passive Public	13,672,862	8,542,283	28%
Private	20,092,292	15,891,392	52%
Total	**$41,381,943**	**$30,407,848**	**100%**

Top 10 Holdings

The following investments comprise the Corporation's Top 10 holdings measured by fair value as at April 30, 2020:

Company	Portfolio	Investment Category	Fair Value	% of total Assets
Global Cannabis Innovators Corp.	Private	Equity	$2,245,964	7.12%
Bhang Inc.	Public	Equity	$2,066,164	6.55%
Jushi Holdings Inc.	Public	Equity	$1,864,555	5.91%
Grown Rogue International Inc.	Public	Equity	$1,700,000	5.39%
Osiris Ventures Inc. (d/b/a Norcal Cannabis Company)	Private	Equity	$1,404,199	4.45%
GR Companies Inc. (d/b/a Grassroots Cannabis)	Private	Convertible Debentures	$1,391,000	4.41%
C3 Centre Holding Inc.	Private	Equity	$1,250,000	3.96%
Zitronic Hemplements AG	Private	Equity	$1,200,000	3.80%
Herbs Holdings Ltd.	Private	Equity	$1,169,170	3.70%
2702099 Ontario Inc.	Private	Equity	$1,069,331	3.39%
Total			**$15,360,383**	**48.68%**

Note: Amounts may not total due to rounding.

Active Public Portfolio

Bhang Inc. (CSE: BHNG) ("Bhang")

Bhang is a cannabis CPG brand with a portfolio of over 100 cannabis, hemp-derived CBD and terpene products including, without limitation, gourmet chocolates, pre-rolls, vapes, gums, beverages, gummies, mouth sprays and topicals.

Pursuant to the subscription agreement, CGOC has committed to invest up to a total of CDN$1,500,000 in Bhang through a non-brokered private placement offering (the "Bhang Offering") of units (the "Bhang Units"). Each Bhang Unit is comprised of one subordinated voting share (the "Bhang Shares") and one subordinated voting share purchase warrant (the "Bhang Warrants") in the capital of Bhang. Each Bhang Warrant entitles CGOC to purchase one subordinated voting share of Bhang for a period of 24 months from the date of issuance at an exercise price equal to a 25% premium to the Bhang Unit price. Furthermore, Bhang may accelerate the expiration date of the Bhang Warrants to a period of 30 days following written notice to CGOC in the event that Bhang's subordinated voting shares close at or above CDN$0.25 per share for a period of 10 consecutive trading days on the CSE.

On February 10, 2020, CGOC invested CDN$500,000 in Bhang and purchased a total of 3,571,428 Bhang Units at a price of approximately CDN$0.14 per unit.

In connection with the Bhang Offering, Bhang has agreed to provide CGOC with a pre-emptive right to participate in future offerings of Bhang securities in order to maintain its respective percentage of ownership at the time of such offering. In addition, Bhang has agreed to nominate one board member of Bhang as recommended by CGOC at future shareholder meetings and the ability, if CGOC does not have its nominee on Bhang's board of directors, to appoint a board observer.

On February 10, 2020, CGOC and Bhang have also entered into subscription agreements to exchange approximately CDN$2,000,000 worth of each other's common shares (the "Bhang Share-Swap") whereby Bhang received a total of 3,149,606 common shares of CGOC at a deemed price of CDN$0.635 per share and CGOC received a total of 14,285,714 subordinated voting shares of Bhang at a deemed price of CDN$0.14 per share. Pursuant to the Bhang Share-Swap, both CGOC and Bhang have signed a voting and resale agreement providing that each party will be required to vote such shares acquired under the share-swap as recommended by the other party and will be restricted from trading such shares for a period of 18 months.

In addition, CGOC held 8% convertible Promissory Notes (the “Notes”) with Bhang with a principal amount of $600,000 and maturity date of May 31, 2020. The Notes were convertible at the option of CGOC into subordinated voting shares of Bhang at a price of $0.50 per share. Bhang had the option to accelerate the conversion of the Notes in the event that the volume weighted average price of the subordinated voting shares are greater than $1.00 over a period of 10 consecutive trading days on the Canadian Securities Exchange. The Notes were secured by a general security agreement covering all of Bhang’s personal property.

Pursuant to a settlement agreement dated July 17, 2020 (the "Settlement Agreement"), CGOC and Bhang have settled two convertible promissory notes in the aggregate principal amount of $600,000 (collectively, the "Notes") by Bhang issuing to CGOC a total of 6,666,667 subordinated voting shares of Bhang, at a deemed price of $0.09 per share. Furthermore, CGOC has settled and released all other rights and remedies available to CGOC for all matters relating to prior Bhang financings and default of the Notes in exchange for a lump sum payment of $1,152,857 which was satisfied by Bhang with (i) the issuance of a total of 12,809,524 subordinated voting shares of Bhang, at a deemed price of $0.09 per share, and (ii) the issuance of warrants for the purchase of 5,261,905 subordinated voting shares of Bhang, exercisable for a period of 24 months from the date of issuance at an exercise price of $0.15 per share.

On July 17, 2020, CGOC and Bhang also entered into an operating credit facility (the "Credit Facility") whereby CGOC is to provide up to the aggregate principal amount of $1,000,000 to Bhang for general working capital needs. The Credit Facility bears interest at a rate of 8% per annum on all advances and will mature 36 months from the date of entry. The Credit Facility is secured by a charge on all of the current and future assets, undertakings and properties of Bhang and its subsidiaries pursuant to general security agreements. At the option of CGOC, all advances and accrued interest on the Credit Facility are convertible into subordinated voting shares of Bhang at a price of $0.15 per share. Furthermore, in connection with the Credit Facility, Bhang issued CGOC warrants for the purchase of 6,666,667 subordinated voting shares of Bhang, exercisable for a period of 24 months from the date of issuance at an exercise price of $0.15 per share.

On July 30, 2020, CGOC privately purchased and acquired 10,000 multiple voting shares of Bhang at a price of $30 per multiple voting share for a total purchase price of $300,000.

As at the date of this MD&A, CGOC holds 37,442,833 subordinated voting shares of Bhang, 15,500,000 warrants to acquire subordinated voting shares and 10,000 multiple voting shares.

Grown Rogue International Inc. (CSE: GRIN) ("Grown Rogue")

Grown Rogue is a vertically integrated, multi-state operator, cannabis company with operations in Oregon, California and Michigan.

Pursuant to the subscription agreement, CGOC has committed to invest up to a total of CDN$1,500,000 in Grown Rogue through a non-brokered private placement offering (the "Grown Rogue Offering") of units (the "Grown Rogue Units"). Each Grown Rogue Unit is comprised of one common share (the "Grown Rogue Shares") and one common share purchase warrant (the "Grown Rogue Warrants") in the capital of Grown Rogue. Each Grown Rogue Warrant entitles CGOC to purchase one common share of Grown Rogue for a period of 24 months from the date of issuance. Furthermore, Grown Rogue may accelerate the expiration date of the Grown Rogue Warrants to a period of 30 days following written notice to CGOC in the event that Grown Rogue's common shares close at or above CDN$0.25 per share for a period of 10 consecutive trading days on the Canadian Securities Exchange (the "CSE")

On February 10, 2020, CGOC invested CDN$500,000 in Grown Rogue and purchased a total of 5,000,000 Grown Rogue Units at a price of CDN$0.10 per unit, acquiring 5,000,000 shares and 5,000,000 warrants exercisable at CDN $0.125 per share.

On May 15, 2020, CGOC completed its remaining $1,000,000 investment in Grown Rogue and purchased an additional 10,000,000 Grown Rogue Units, at a price of CDN$0.10 per Unit, acquiring 10,000,000 shares and 10,000,000 warrants exercisable at CDN $0.13 per share.

In connection with the Grown Rogue Offering, Grown Rogue has agreed to provide CGOC with a pre-emptive right to participate in future offerings of Grown Rogue securities in order to maintain its respective percentage of ownership at the time of such offering. In addition, Grown Rogue has agreed to nominate one board member of Grown Rogue as recommended by CGOC at future shareholder meetings and the ability, if CGOC does not have its nominee on Grown Rogue's board of directors, to appoint a board observer.

On February 10, 2020, CGOC and Grown Rogue have also entered into subscription agreements to exchange approximately CDN$1,500,000 worth of each other's common shares (the "Grown Rogue Share-Swap") whereby Grown Rogue received a total of 2,362,204 common shares of CGOC at a deemed price of CDN$0.635 per share and CGOC received a total of 15,000,000 common shares of Grown Rogue at a deemed price of CDN$0.10 per share. Pursuant to the Grown Rogue Share-Swap, both CGOC and Grown Rogue have signed a voting and resale agreement providing that each party will be required to vote such common shares acquired under the share-swap as recommended by the other party and will be restricted from trading such common shares for a period of 18 months.

As at the date of this MD&A, CGOC holds 30,000,000 Grown Rogue shares and 15,000,000 warrants.

Core One Labs Inc. (CSE: COOL) (“Core One”)

Core One is a technology company that licenses its technology to a state-of-the-art production and packaging facility located in Southern California. Core One's technology produces infused strips that provide a new way to accurately meter the dosage and assure the purity of the selected cannabinoid constitutes.

Pursuant to the terms of a subscription agreement, CGOC has committed to advance up to the principal amount of $1,500,000 (the "Principal") through a non-brokered convertible debenture (the "Convertible Debenture") offering (the "Offering"). The Principal amount of the Convertible Debenture is to be advanced in three equal tranches of $500,000 to be released upon completion of mutually agreed operational milestones. The Convertible Debenture shall mature on December 31, 2022 and shall bear interest at 12% per annum, calculated and accrued monthly in arrears and due on maturity. The Convertible Debenture is to be secured by a general security agreement covering all of Core One's personal property upon the Company advancing the total Principal amount of the Convertible Debenture. Furthermore, the Principal amount of the Convertible Debenture and any accrued but unpaid interest shall be convertible at the option of CGOC into common shares of Core One ("Core One Shares") at anytime prior to maturity at a price of $0.40 per share.

As of the date of the MD&A, CGOC has advanced $450,000 for the first tranche.

In connection with the Offering, CGOC will also receive 1,500,000 common share purchase warrants of Core One (the "Core One Warrants") that shall vest in three equal tranches upon closing of each tranche under the Convertible Debenture. The Core One Warrants shall be exercisable until December 31, 2022 at a price of $0.60 per share. Furthermore, Core One may accelerate the expiration date of the Core One Warrants to a period of 30 days following written notice to CGOC in the event that the Core One Shares close at or above $1.50 per share for a period of 10 consecutive trading days on the Canadian Securities Exchange.

In addition, CGOC and Core One also entered into subscription agreements to exchange approximately $2,000,000 of each companies' common shares (the "Share-Swap") whereby Core One received a total of 3,149,606 common shares of CGOC, at a deemed price of $0.635 per share, and the Company received a total of 5,333,333 Core One Shares, at a deemed price of $0.375 per share. Pursuant to the Share-Swap, both CGOC and Core One have also signed a voting and resale agreement providing that each party will be required to vote such common shares acquired under the Share-Swap as recommended by the other party and will be restricted from trading such common shares for a period of 18 months. Furthermore, Core One has also agreed to nominate one board member of Core One as recommended by CGOC at future shareholder meetings and the ability, if CGOC does not have its nominee on Core One's board of directors, to appoint a board observer.

As at the date of this MD&A, CGOC holds 5,333,333 Core One shares and has advanced $450,000 for the first tranche of the Convertible Debenture.

Private Portfolio

The Corporation invests in common shares, preferred shares, options, warrants, promissory notes and convertible debentures of public and private companies whose prices are not quotes in an active market. Where the fair values of investments cannot be derived from active markets, the Corporation uses valuation models to determine fair value. Where possible, the Corporation uses inputs derived from observable market data for the models. Where observable market data is not available, the Corporation uses judgment to establish fair value. For more information on the Corporation's accounting policies and valuation techniques for level 3 investments please read notes 2 and 3 of the audited October 31, 2019 financial statements and April 30, 2020 condensed interim financial statements.

The Corporation's investments not quoted in an active market consisted of the following as at April 30, 2020:

HydRx Farms Ltd. (d/b/a Scientus Pharma) ("Scientus")

Scientus conducts scientific research on cannabinoids with a focus on developing and commercializing pharmaceutical-grade cannabinoid derivative products. Scientus is a vertically integrated biopharmaceutical Licensed Producer under the Cannabis Act and its Regulations and a Licensed Dealer under the Narcotics Control Act and its Regulations.

On February 21, 2018, CGOC completed a subscription agreement with Scientus to purchase 500,000 common shares at the purchase price of $4 per share for total subscription of $2,000,000.

On April 13, 2020, Scientus entered into a binding letter agreement with RISE Life Science Corp. ("RISE") to complete a business combination. For more information visit RISE's company profile on www.sedar.com.

As at April 30, 2020, CGOC is carrying its investment in Scientus common shares at $Nil.

Global Cannabis Innovators Crop. ("GCI") (previously SFHB Holdings Corp.)

GCI's portfolio includes a cannabis farms management company and companies in emerging markets around the globe. They also have a footprint in retail and distribution. The company's platform is to connect consumers to cannabis flower and cannabis culture, with existing or planned operations in each of the three supply chain steps – cultivation & production, distribution and retail.

On April 19, 2018, CGOC completed a subscription agreement with GCI to acquire 8,200,000 units at the purchase price of $0.125 for total subscription of $1,025,000. Each unit consists of one class A common share and one-half (1/2) of one class A share purchase warrant. Each warrant shall entitle the holder to acquire one class A common share at a price of $0.25 until April 20, 2023. CGOC allocated $826,560 of the subscription to the common shares and $198,440 to the warrants. On May 3, 2018, CGOC completed a second subscription agreement with GCI to acquire 8,000,000 units at the purchase price of $0.25 for total subscription of $2,000,000. Each unit consists of one class A common share and one-half (1/2) of one class A share purchase warrant. Each warrant shall entitle the holder to acquire one class A common share at a price of $0.50 until May 3, 2023. CGOC allocated $1,612,000 of the subscription to the common shares and $388,000 to the warrants.

As at April 30, 2020, CGOC's investment in GCI common shares and warrants represented 8.61% of CGOC's total assets.

Herbs Holdings Ltd. ("Herbs")

Herbs holds a cultivation license in Jamaica, which through a 100-year lease, it has access to 3,700 acres of growing lands. Herbs has a robust domestic retail plan and an experienced operating team.

On April 19, 2018 CGOC completed a subscription agreement with Herbs to acquire 250,000 class A common shares at the purchase price of US $1 per share for a total subscription of US $250,000. In October 23, 2018, Herbs underwent a 1 for 10 stock split and CGOC's class A shares increased to 2,500,000. On April 10, 2019 CGOC completed another subscription agreement with Herbs to acquire 862,100 class A common shares at the purchase price of US $0.87 per share for a total subscription of US $750,027.

On April 10, 2019 CGOC invested in a 10% convertible promissory note (the "note") with Herbs and advanced the principal amount of US$750,000. The note has a maturity of 2 years upon which the principal and interest shall become due and payable upon demand of CGOC, unless the principal is converted into common shares. Any time on or after the maturity date, but prior to repayment of the principal, CGOC may elect to have the principal and interest converted into Class A common shares. The conversion will occur at a company valuation that is the lessor of (i) USD$125,000,000, or, (ii) the Company valuation used for the most recent equity raise prior to the conversion, less 20% percent.

As at April 30, 2020, the CGOC's investment in Herbs common shares and promissory note represented 6.81% of CGOC's total assets.

Axiomm Technologies Ltd. ("Axiomm") (previously Bien Ventures Ltd.)

Axiomm's business focus is on developing and producing premium cannabis oils with terpene profiles as well as, when permitted, cutting-edge derivative products. Axiomm has developed an innovative way to dramatically improve the absorption of nutraceuticals, vitamins and cannabinoids by the human body through ingestion. Their technology enables a new level of effectiveness in incorporating nutraceuticals, vitamins and cannabinoids into beverages, edibles and topicals. Axiomm has developed proprietary technology that they believe will dramatically improve upon the dated techniques currently used to produce downstream cannabis products.

On April 4, 2018, CGOC completed a subscription agreement with Axiomm to acquire 400,000 units at the purchase price of $0.25 for a total subscription of $100,000. Each unit consists of one common share and one-half (1/2) common share purchase warrant. Each warrant entitles the holder to purchase one common share at a price of $0.35 for a period of 18 months from the closing date. CGOC allocated $88,800 of the subscription to the common shares and $11,200 to the warrants. On June 18, 2018, CGOC completed a second subscription agreement with Axiomm to acquire 800,000 units at the purchase price of $0.35 for a total subscription of $200,000. Each unit consists of one common share and one common share purchase warrant. Each warrant entitles the holder to purchase one common share at a price of $0.35 for a period of 36 months from the closing date. CGOC allocated $146,800 of the subscription to the common shares and $53,200 to the warrants.

As at April 30, 2020, the 200,000 warrants acquired in the April 4, 2018 subscription had expired unexercised and CGOC's investment in Axiomm common shares and warrants represented 0.72% of CGOC's total assets.

Green Relief Inc. ("Green Relief")

Based in Hamilton, Ontario, Green Relief is a licensed producer using aquaponics to produce medical cannabis. Aquaponics combines the best attributes of aquaculture and hydroponics, without the need to discard water or add chemical fertilizers. It produces 10 times the crop yield per acre and uses 90% less water than conventional farming.

On April 26, 2018, CGOC acquired 400,000 shares of Green Relief from a private shareholder at the purchase price of $2.50 per share for a total investment of $1,000,000. The private shareholder was paid $750,000 in cash and issued 138,889 common shares of CGOC at $1.80 per common share.

On April 8, 2020, Green Relief applied for an order (the "Initial Order") from the Ontario Superior Court of Justice authorizing the Applicant's restructuring proceedings commenced under Part III of the *Bankruptcy and Insolvency Act*, R.S.C. 1985 c. B-3 (as amended) be taken up and continued under the *Companies' Creditors Arrangement Act*, R.S.C.1985, c.C-36, as amended ("CCAA"). The Initial Order was amended on April 17, 2020 and includes among other things, a stay of proceedings against the Company, and the appointment of PricewaterhouseCoopers Inc., LIT as monitor of Green Relief.

As at April 30, 2020, CGOC is carrying its investment in Green Relief common shares at $Nil.

Excalibur Capital ("Excalibur") (previously Avalon Bridge Capital Inc.)

Excalibur is a cannabis-focused venture capital fund based in New York and Los Angeles. The team has been investing in the market institutionally since 2017 and has investments in premier consumer brands and technology companies. Excalibur is seeking to raise a follow-on fund that will participate in its initial investments and make new ones in the cannabis market. The fund is open to all qualified US and non-US investors.

On April 4, 2018, CGOC completed a subscription agreement with Avalon to purchase 500,000 common shares at the purchase price of $0.05 for the total subscription of $25,000.

As at April 30, 2020, CGOC's investment in Avalon common shares represented 0.08% of CGOC's total assets.

LPF Investment Corp. ("Loudpack")

Loudpack is a cannabis consumer products company that operates a purpose-built, pharmaceutical standard cultivation and manufacturing facility in California.

On October 22, 2018, CGOC completed a private placement with Loudpack to purchase 700 convertible debentures at a price of $1,000 per convertible debenture for a total subscription of US$700,000. Each debenture has a face value of $1,000, coupon rate of 8% and 24-month maturity. Each convertible debenture and any accrued unpaid interest can be converted for units of the company at the same pre-money valuation of the private placement. Each convertible debenture and any accrued unpaid interest are automatically converted for units of the company in the event of a go public transaction at a 25% discount to the issue price of the go-public securities if the transaction is completed before March 31, 2019. If the transaction is completed after that date, the conversion price is at a 30% discount to the issue price of the go-public transaction securities.

As at April 30, 2020, CGOC's investment in Loudpack convertible debentures represented 3.09% of CGOC's total assets.

Osiris Ventures Inc. (d/b/a Norcal Cannabis Company) ("Norcal")

NorCal is one of the largest vertically integrated cannabis operators in California. The Company currently operates state-of-the-art indoor flower production facilities. NorCal also operates a leading network of statewide delivery depots and is led by a team of experts combining 50+ years of cannabis experience in California with seasoned leadership in tech, finance and real estate.

On November 26, 2018, CGOC completed a subscription agreement with NorCal to acquire 2,018,163 preferred shares at the purchase price of US $0.4955 for a total subscription of US $1,000,000.

As at April 30, 2020, CGOC's investment in NorCal preferred shares represented 4.45% of CGOC's total assets.

Tokr LLC ("Tokr")

Tokr is an app with a mission to become the world's leading cannabis discovery platform and trusted resource. Tokr has built a cannabis marketplace between consumers and brands, using knowledge as power to foster relationships with the right audiences and allowing Tokr users to curate their cannabis experience based on their unique and individual lifestyle.

On December 6, 2018, CGOC completed a subscription agreement with Tokr to acquire 292,986 class A units at the purchase price of US $1.195 for a total subscription of US $350,000.

As at April 30, 2020, CGOC's investment in Tokr units represented 1.54% of CGOC's total assets.

Sanna Health Corp. ("Sanna") (previously Full Spectrum Brands Canada Inc.)

Sanna is focused on developing and commercializing cannabis-based health and wellness products. Sanna intends to bring quality products to market that will utilize evidence-based, standardized formulations coupled with innovative delivery platforms that will allow healthcare professionals and patients to effectively treat their condition.

On March 28, 2019, CGOC completed a subscription agreement with Sanna to acquire 3,125,000 common shares at the purchase price of $0.16 for a total subscription of $500,000.

On March 13, 2020, AgraFlora Organics International Inc. ("AgraFlora") announced that it had closed its acquisition of Sanna. For more information visit AgraFlora's company profile on www.sedar.com.

As at April 30, 2020, CGOC's investment represented 0.40% of CGOC's total assets.

C3 Centre Holding Inc. (“C3”)

C3 is a Quebec cannabis centre site where a portfolio of companies is being developed to create an ecosystem comprised of cultivation, extraction, food transformation, research and education. C3’s concept is to build a cannabis business accelerator, providing companies with access to production facilities and capital.

On April 15, 2019, CGOC completed a subscription agreement with C3 to acquire 1,000,000 Class A1 common shares at the purchase price of $0.50 for a total subscription of $500,000. On August 26, 2019, CGOC subscribed for additional 666,667 Class A1 common shares at the purchase price of $0.75 for a total subscription of $500,000.

As at April 30, 2020, CGOC’s investment in C3 common shares represented 3.96% of CGOC’s total assets.

MKK Canada Corp. (“Balcanns”)

Balcanns is looking to become a GMP (Good Manufacturing Practice) certified medical cannabis supplier in a low-cost European environment. Balcanns has a diverse and experienced team consisting of global experts in plant biology, commercial hydroponic production, and controlled environmental systems, led by a strong senior management team.

On April 17, 2019, CGOC completed a subscription agreement with Balcanns to acquire 800,000 common shares at the purchase price of $0.125 for a total subscription of $100,000.

As at April 30, 2020, CGOC’s investment in Balcanns represented 0.32% of CGOC’s total assets.

Zitronic Hemplements AG (“Zitronic”)

Solothurn-based Zitronic concentrates on the production of certified BIO CBD young plants and BIO CBD cannabis seeds as part of its conversion to organic farming, while continuing to grow certified BIO CBD hemp at several sites in Switzerland. Zitronic produces a whole range of high-quality, certified BIO products, including teas, nutritional supplements, food, care products and the tobacco substitute product BIO CHRONiC Pure.

On March 14, 2019, CGOC paid $500,000 pursuant to a purchase agreement to acquire an option (the “Zitronic option”) to acquire 10% of the outstanding shares of Zitronic (“Zitronic shares”) for CHF $1. CGOC has granted the seller an option (“CGOC option”) to reacquire either the Zitronic option or the Zitronic shares for 12 months for $500,000 plus an additional $500,000 prorated by multiplying the number of days elapsed since the date of the purchase agreement (up to a maximum of 365 days) divided by 365 days. On May 14, 2019, CGOC acquired another Zitronic option for $500,000 with identical terms.

As at April 30, 2020, CGOC’s investment in Zitronic represented 3.80% of CGOC’s total assets.

GR Companies Inc. (d/b/a Grassroots Cannabis) (“Grassroots”)

Grassroots is a cannabis company dedicated to serving, advancing and respecting the cannabis movement. Through its unique, vertically integrated business model, Grassroots grows, processes and sells trusted cannabis products that enhance life's moments for people from all backgrounds. Its retail brand, Herbology, offers a unique, wellness and education-focused dispensary experience. Grassroots Cannabis has built its portfolio at an unprecedented pace, with facilities in highly competitive markets, including Illinois, Nevada, Pennsylvania, Michigan, Maryland, Oklahoma, Ohio, Vermont, North Dakota, Arkansas and Connecticut. Grassroots is pursuing acquisitions in additional markets.

On April 5, 2019, CGOC completed a subscription agreement with Grassroots to acquire 1,000 convertible debentures at the purchase price of US $1,000 for a total subscription of US $1,000,000. The debentures have a face value of $1,000, coupon rate of 8% and 24-month maturity. Each convertible debenture and any accrued unpaid interest will be automatically converted into equity securities in connection with a go-public transaction at a price equal to the lesser of: (a) a 20% discount to the issue price of the go-public securities; and (b) a price per security reflecting a pre-money valuation of US $550,000,000.

On July 23, 2020, Curaleaf Holdings Inc. announced that it had completed its previously announced acquisition of Grassroots. For more information visit Curaleaf Holdings Inc.'s company profile on www.sedar.com.

As at April 30, 2020, CGOC's investment in Grassroots convertible debentures represented 4.41% of CGOC's total assets.

BIO365 LLC ("BIO365")

BIO365 is a Northern California company focused on creating biologically active and nutrient dense biochar soils for commercial agriculture. Their team of soil scientists, biochar experts, and experienced cultivators work together to integrate decades of practical wisdom with the latest cutting-edge science. Their breakthrough line of horticultural media is designed to benefit farmers, communities, and the environment.

On April 25, 2019, CGOC completed a purchase agreement with BIO365 to acquire 12,414 series A preferred units at the purchase price of US $40.28 for a total subscription of US $500,036. The series A preferred units shall automatically convert into common units upon (a) the election of the holders of a majority of the then outstanding series A preferred units or (b) the closing of an IPO.

As at April 30, 2020, CGOC's investment in BIO365 preferred units represented 2.20% of CGOC's total assets.

Eden Empire Inc. ("Eden")

Eden has an award winning and established nationwide brand, including a substantial intellectual property portfolio. Eden is expecting the approval of regulators in British Columbia, Ontario and Michigan for licenses to operate cannabis retail stores, and cultivation and processing facilities. Eden is supported by a dedicated management team with over 20 years of combined cannabis industry experience

On May 16, 2019, CGOC completed a private placement with Eden to purchase 500 convertible debentures at a price of $1,000 per convertible debenture for a total subscription of $500,000. The debentures have a face value of $1,000, coupon rate of 10% and 18-month maturity. Each convertible debenture and any accrued unpaid interest can be converted for common shares of the company at a price of $0.30 per underlying share on occurrence of a go public transaction.

On May 14, 2020, Eden announced that it had closed its previously announced business combination with Roseheary Energy Inc. and the resulting issuer will carry on the business of Eden. For more information visit Eden’s company profile on www.sedar.com.

As at April 30, 2020, CGOC’s investment in Eden convertible debentures represented 1.69% of CGOC’s total assets.

Kiaro Brands Inc. (“Kiaro”) (formerly Aura Cannabis Inc.)

Kiaro operates an independent Canadian cannabis retailer based in Vancouver, BC as well as a wholesale subsidiary based in Saskatchewan. Kiaro currently operates storefronts in British Columbia and Saskatchewan. Kiaro has established wholesale and online sales. Collectively Kiaro’s leadership team has a proven track record of growing retail brands across North America, with significant brick-and-mortar retail and online experience.

On June 18, 2019, CGOC completed a private placement with Aura to purchase 250 convertible debentures at a price of $1,000 per convertible debenture for a total subscription of $250,000. The debentures have a face value of $1,000, coupon rate of 8% and a 24-month maturity. Each convertible debenture and any accrued unpaid interest can be converted for common shares of the company at a conversion price equal to the lessor of a) the issue price of the go-public securities less a 20% discount, or b) $2.16 per common share of the Company, representing the equivalent of a pre-money valuation of the Company of $40,000,000.

On July 10, 2020, Kiaro announced that it has entered into a definitive agreement with DC Acquisition Corp. on June 9, 2020 to merge the companies. For more information visit DC Acquisition Corp.’s company profile on www.sedar.com.

As at April 30, 2020, CGOC’s investment in Aura convertible debentures represented 0.79% of CGOC’s total assets.

PlantEXT Ltd. (“PlantEXT”)

PlantEXT is an Israeli company focused on developing and commercializing pharmaceutical cannabis formulations for the treatment of inflammation related medical conditions. PlantEXT has entered into a strategic partnership and exclusive agreement with the State of Israel’s Agricultural Research Organization to develop and commercialize a treatment for inflammatory bowel disease. PlantEXT also operates independent research and development facilities near Tel Aviv, where it is developing an extensive pipeline of anti-inflammatory products supported by pre-clinical and clinical research.

On May 28, 2019, CGOC completed a subscription agreement with PlantEXT to acquire 400,000 common shares at a purchase price of US $1.25 for a total subscription of US $500,000.

As at April 30, 2020, CGOC is carrying its investment in PlantEXT common shares at $Nil.

Greenstar Global Inc. ("Greenstar") (operating as Wundr Co.)

Wundr Co. is a London based cannabis company that is focused on helping European patients and consumers in the most precise and effective ways. Their diversified team features in depth knowledge and expertise across the cannabis supply chain. Wundr Co. has acquired iuvo Therapeutics GmbH which is Germany's largest independent medical cannabis distributor, holding both medical cannabis import and narcotics distribution licenses for EU.

On July 30, 2019, CGOC completed a private placement with Greenstar to purchase 500 convertible debentures at a price of US $1,000 per convertible debenture for a total subscription of US $500,000. The debentures have a face value of $1,000, are non-interest bearing and mature on December 31, 2019. Each convertible debenture can be converted for common shares of the company at a price of $0.50 per common share. The conversion price shall be adjusted if the company does not complete a go public transaction within 135 days or if there is a subsequent financing. Prior to any go public transaction, the convertibles debentures will be automatically converted into common shares.

In December 2019, the convertible debentures were converted into 1,000,000 common shares. In March 2020, CGOC received an additional 1,000,000 penalty shares as per the terms of the convertible debentures.

As at April 30, 2020, CGOC's investment in Greenstar common shares represented 1.58% of CGOC's total assets.

2702099 Ontario Inc. ("Newco")

On June 19, 2019, CGOC entered into a joint venture with an investee company to conduct research and develop a technology comprising an endogenous anti-addiction mechanism, based on a cannabinoid-like molecule for certain indications.

CGOC shall subscribe for 6,000,000 common shares of Newco in a series of tranches which upon the completion of the final tranche (if no further securities are issued) shall represent 60% of the issued and outstanding common shares of Newco for a total aggregate investment of US $1,100,000. Under the joint venture agreement, the board of directors of Newco shall consist of two (2) directors of CGOC and two (2) directors of the investee company.

On July 5, 2019, CGOC subscribed for 3,272,727 common shares of Newco for US $600,000. August 14, 2019, CGOC subscribed for the remaining 2,727,273 common shares of Newco for US $500,000 as agreed upon in the joint venture agreement.

As at April 30, 2020, CGOC's investment in Newco common shares represented 3.39% of CGOC's total assets.

EG Management and Services Inc. ("EG")

EG provides management services to licensed cannabis operators in California. Currently, the majority of their operations is managing product and brand development, supply chain, sales and marketing. EG works with licensed growers to get the most value for their product. Often this involves helping growers transition from selling bulk low value product to selling higher value consumer packaged goods.

On August 2, 2019 CGOC invested in a 8% convertible promissory note (the “note”) with EG and advanced the principal amount of US$500,000. The note has a maturity of January 1, 2022 upon which the principal and interest shall become due and payable. If, while the note remains outstanding and EG completes a subsequent equity financing involving the sale of preferred shares with aggregate gross proceeds of at least US $2,000,000, then the then-outstanding principal and accrued interest shall automatically convert into the same type and/or class of preferred shares. The number of preferred shares issued upon conversion will equal the quotient obtained by dividing the outstanding principal and interest by the lesser of: (a) 80% of the per share price of the subsequent equity financing of at least US $2,000,000; and (b) the quotient obtained by dividing US $25,000,000 by the number of issued and outstanding shares of EG, calculated on a fully diluted basis excluding conversion of similar promissory notes.

As at April 30, 2020, CGOC’s investment in EG convertible promissory note represented 2.20% of CGOC’s total assets.

4C Labs Ltd. (“4C Labs”)

4C Labs is pursuing an economic model that focuses on low cost production and pharmaceutical partnerships to supply international medical markets as well as EU GMP flower production for the medical market worldwide.

On November 1, 2019, CGOC completed a private placement with 4C Labs to acquire 400,000 common shares at purchase price of $0.25 for a total subscription of $100,000.

As at April 30, 2020, CGOC’s investment in 4C Labs common shares represented 0.32% of CGOC’s total assets.

Results of Operations and Cash Flows

Operating Activities

For the six months ended April 30, 2020, the Corporation reported net loss and comprehensive loss of $14,019,857 (2019 - $14,400,566 income) with a net loss of $0.73 (2019 - $0.93 income) per weighted average common share on a basic and diluted basis. The net loss for the six months ended April 30, 2020 was primarily driven by realized losses disposal of investments and unrealized depreciation of investments.

For the six months ended April 30, 2020, the Corporation incurred cash outflows from operating activities of $419,960 primarily due to the purchase of investments and operating expenses. For the six months ended April 30, 2019, the Corporation generated cash inflows from operating activities of $1,991,028 primarily to disposal of investments, offset by purchases.

Financing Activities

For the six months ended April 30, 2020, the Corporation generate cash inflow from financing activities of $260,690 related to bank indebtedness. For the six months ended April 30, 2019, the Corporation had had cash outflows of $759,577 related to reduction in bank indebtedness and common shares purchased under the normal course issuer bid.

Related Party Transactions

During the three and six months ended April 30, 2020, all transactions with related parties have occurred in the normal course of operations.

Management Fees

The Corporation is required to pay the Manager an annual management (the "Management Fee") fee of 1.0% of the market capitalization of the Corporation based on the daily volume-weighted average price of the Common Shares. The Management Fee is accrued daily and paid by the Corporation to the Manager monthly in arrears. The Manager will pay the Investment Manager and the officers and directors of the Corporation provided by the Manager (other than the independent directors) out of the Management Fee.

During the three and six months ended April 30, 2020, the Corporation incurred management fees of $21,794 (2019 - $85,382) and $57,836 (2019 - $145,008). As at April 30, 2020, accounts payable and accrued liabilities included $6,297 (October 31, 2019 - $16,138) of management fees payable to the Manager.

Performance Fees

As soon as practicable following the final Business Day of each calendar quarter (each such date, a "Performance Fee Payment Date" and each such period, a "Performance Fee Period"), the Corporation is required to pay the Manager a quarterly performance fee (the "Performance Fee") in respect of the outstanding common shares equal to 20% of the amount by which the sum of (i) the "weighted average market price" of the common shares on the Canadian Securities Exchange (or such other principal market on which the Common Shares are quoted for trading) during the 15 trading days preceding the end of the Performance Fee Period, plus (ii) distributions on such common shares during such period, exceeds 101.25% of the Threshold Amount (the "Hurdle Rate"). The Threshold Amount will be the greater of (i) $2.60; and (ii) the weighted average market price of the common shares on the Performance Fee Payment Date in the last quarter for which a Performance Fee was paid.

In the event that new Common Shares are issued, the Hurdle Rate application to the Performance Fee payable with respect to those Common Shares will be reduced proportionately to reflect the number of days remaining in that quarter and the Threshold Amount in respect of such Common Shares for that quarter will be the greater of (i) the issue price of the Common Shares; and (ii) the then current Threshold Amount.
During the three and six months ended April 30, 2020 and 2019, the Hurdle rate was not reached; therefore, the Corporation did not incur performance fees.

Operating Expenses

The Corporation will reimburse the Manager for all reasonable and necessary actual out-of-pocket costs and expenses paid by the Manager in connection with the performance of the services described in the

Management Agreement, as well as certain specified expenses ancillary to the operations of the Manager, including travel on behalf of the Corporation and office space and services. During the three and six months ended April 30, 2020, the Corporation reimbursed the Manager operating expenses of $Nil (2019 - $Nil).

During the three and six months ended April 30, 2020, the Corporation incurred accounting and regulatory compliance fees of $48,816 (2019 - $62,602) and $104,186 (2019 - $151,655) from an accounting firm in which the Corporation's CFO is a Partner. As at April 30, 2020, accounts payable and accrued liabilities included $21,696 (October 31, 2019 - $67,913) of fees payable to the accounting firm.

On behalf of the Corporation, during the thee and six months ended April 30, 2020, the President and COO paid $Nil (2019 - $1,923) and $2,336 (2019 - $3,114) of reimbursable operating expenses for the period ended April 30, 2020. As at April 30, 2020, accounts payable and accrued liabilities included $Nil (October 31, 2019 - $Nil) of reimbursable expenses payable to the President and COO.

As at April 30, 2020, the Corporation had advanced $26,000 to the CEO against future reimbursable operating expenses.

Compensation of key management and personnel was $Nil during the three and six months ended April 30, 2020 (2019 - $Nil).

During the three and six months ended April 30, 2020, the Corporation incurred consulting fees of $Nil (2019 - $Nil) and $Nil (2019 - $63,563) for management services from a company controlled by one of its independent directors. As at April 30, 2020, accounts payable and accrued liabilities included $Nil (October 31, 2019 - $Nil) of professional fees payable to the director's company.

Directors’ Fees

During the three and six months ended April 30, 2020, the Corporation incurred directors' fees of $12,500 (2019 - $25,000) and $31,250 (2019 - $50,000) for the independent directors on the Corporation's Board of Directors. As at April 30, 2020, accounts payable and accrued liabilities included $93,000 (October 31, 2019 - $100,000) of directors' fees.

Investments

As at April 30, 2020, the Corporation had investments in entities that share the same CEO as the Corporation. The value of these investments is approximately $3,918,409 (October 31, 2019 - $7,500,000).

An additional related party transaction is disclosed on Page 18 with respect to the Corporation’s investment in 2702099 Ontario Inc.

Share Capital

On November 15, 2018, the Corporation announced its intention to commence a normal course issuer bid, to purchase up to an aggregate of 782,607 common shares over the next 12 months, representing 5% of the issued and outstanding common shares. During the year ended October 31, 2019, the Corporation purchased 299,800 common shares at an average cost of $1.35 per share for total cash consideration of $406,017.

On February 28, 2020, the Corporation announced its intention to commence a normal course issuer bid, to purchase up to 5% of the issued and outstanding common shares over the next 12 months, with no more than 1% common shares purchased in any calendar month. During the six months ended April 30, 2020, the Corporation did not purchase any common shares.

On February 10, 2020, the Corporation and Grown Rogue International Inc. ("Grown Rogue") entered into subscription agreements to exchange $1,500,000 worth of each other's common shares whereby Grown Rogue received a total of 2,362,204 common shares of the Corporation at a deemed price of $0.635 per share and the Corporation received a total of 15,000,000 common shares of Grown Rogue at a deemed price of $0.10 per share.

On February 10, 2020, the Corporation and Bhang Inc. ("Bhang") have entered into subscription agreements to exchange $2,000,000 worth of each other's common shares whereby Bhang received a total of 3,149,606 common shares of the Corporation at a deemed price of $0.635 per share and the Corporation received a total of 14,285,714 common shares of Bhang at a deemed price of $0.14 per share.

On March 17, 2020, the Corporation and Core One Labs Inc. ("Core One") entered into subscription agreements to exchange $2,000,000 of each other's common shares whereby Core One received a total of 3,149,606 common shares of the Corporation at a deemed price of $0.635 per share, and the Corporation received a total of 5,333,333 Core One Shares, at a deemed price of $0.375 per share.

Additional details of the share transactions are disclosed under the active public portfolio section.

On May 11, 2020, the Corporation issued 272,000 common shares at a deemed price of $0.25 per share, in settlement of $68,000 in accrued directors' fees payable for related to the year ended October 31, 2019.

As at the date of this MD&A, the Corporation has 25,012,600 issued and outstanding common shares.

Warrants

On January 26, 2020, the Corporation’s 15,513,150 issued and outstanding warrants with an exercise price of $2.50 expired unexercised.

As at the date of this MD&A, the Corporation does not have any issued and outstanding warrants.

Stock Options

On May 11, 2020, the Corporation granted and issued an aggregate of 1,300,000 stock options to a number of the Company's officers, directors and consultants. The stock options were granted in accordance with the Corporation's stock option plan and are exercisable for a period of four (4) years from the date of issuance at an exercise price of $0.25 per share. The stock options vest immediately upon issuance.

On May 26, 2020, the Corporation cancelled 850,000 stock options with an exercise price of $2.35 and maturity date of January 30, 2023.

As at the date of this MD&A, the Corporation had the following issued and outstanding stock:

Exercise Price	Outstanding Vested Options	Expiry Date
$2.35	175,000	January 30, 2023
$0.25	1,300,000	May 11, 2024
	1,475,000	

Agent Compensation Options

On January 26, 2020, the Corporation's 851,025 issued and outstanding agent compensation options expired unexercised.

As at the date of this MD&A, the Corporation does not have any issued and outstanding agent compensation options.

Risk Management

Financial instrument risks

The Corporation's financial instruments consist primarily of investments. See the *Investments* section of this MD&A.

The primarily business activities of the Corporation result in financial statements that are primarily comprised by financial instruments. As such, the Corporation is exposed to certain risk related to financial instruments:

a) Credit risk

Credit risk arises from the potential that a counterparty will fail to perform its obligations. The Corporation is exposed to credit risk on its cash. The credit risk in cash is managed through the use of major financial institutions which have high credit qualities as determined by rating agencies. The

Corporation is exposed to credit risk from its investments in convertible debentures and promissory notes of various entities in normal course of business and the related interest receivable on the principal. The credit risk on these investments is managed by investing in credit-worthy companies and establishing monitoring processes. The credit risk on interest receivable is partially mitigated through the ability to convert into underlying equity instruments of the investee.

b) Liquidity risk

Liquidity risk refers to the risk that the Corporation will have insufficient cash resources to meet its financial obligations when they become due. The Corporation manages liquidity risk by reviewing resources to ensure that it will have sufficient liquidity to meet liabilities as they become due and to support business strategies.

The Corporation generates cash flow from the disposal of investments, financing activities, and dividend and interest income. The Corporation primarily invests in equity and debt instruments of publicly traded cannabis companies. The Corporation is also permitted to invest up to 40% of capital in the private portfolio. Disposal of investments in non-publicly traded companies could differ from the carrying value since an active market does not exist.

As at April 30, 2020, the Corporation's contractual cash flows, which were payable under financial liabilities in these financial statements consisted of accounts payable and accrued liabilities with payments due in less than one year. The Corporation has sufficient liquid assets to satisfy its liabilities.

c) Market risk

Market risk is the risk of loss arising from adverse changes in market rates and prices, such as interest rates, equity market fluctuations, foreign currency exchange rates and other relevant market rate or price changes. Market risk is directly influenced by the volatility and liquidity in the markets in which the related underlying assets are traded. The market risks to which the Corporation is exposed are equity price risk and interest rate risk.

i) Equity price risk

The Corporation is exposed to price risk with respect to equity prices. Equity price risk is defined as the potential adverse impact on the Corporation's earnings due to movements in individual equity prices or general movements in the level of the stock market or the cannabis sub-market. The Corporation's investments are subject to fluctuations in fair value arising from changes in the equity market. As at April 30, 2020, should the equity prices of the Corporation's holdings increase or decrease by 5%, the impact on net income or loss would be approximately $489,423 (October 31, 2019 - $528,778).

ii) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows from a financial instrument will fluctuate due to changes in market interest rates. The Corporation's exposure to interest rate risk relates to its ability to earn interest income on cash and cash equivalents and fixed income securities held. The fair value of the Corporation's cash and cash equivalents and investments affected by changes of interest rates is minimal.

d) Currency risk

Currency risk is the risk that the fair value of future cash flows from the Corporation's operations will fluctuate due to changes in foreign exchange rates. The Corporation holds investments denominated in United States dollars, ("U.S. dollar"). A change in the U.S. dollar foreign exchange rate versus the Corporation's functional and presentation currency may have an adverse effect on the Corporation's investments. As at April 30, 2020, should the U.S. dollar foreign exchange rate increase or decrease by 1%, the impact on net income or loss would be approximately $90,013 (October 31, 2019 - $115,954)

Investments denominated in U.S dollars as at April 30, 2020 totaled $9,001,276 (October 31, 2019 - $11,595,364).

Critical Accounting Estimates

The Corporation's critical accounting estimates and judgements are summarized in note 2f of the annual audited financial statements for the year ended October 31, 2019 and note 2e of the condensed interim financial statements for the six months ended April 30, 2020.

Off-Balance Sheet Arrangements

The Corporation does not have any off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on the financial performance, liquidity, or capital resources of the Corporation.

Commitments

See note 4 of the Corporation's condensed interim financial statements for the six months ended April 30, 2020.

Internal Controls Over Financial Reporting

Disclosure controls and procedures are designed to provide reasonable assurance that information required to be disclosed by the Corporation in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in the securities legislation and include controls and procedures designed to ensure that information required to be disclosed by the Corporation in its annual filings, interim filings or other reports filed or submitted under securities legislation is accumulated and communicated to the Corporation's management, including its CEO and CFO, as appropriate, to allow timely decisions regarding required disclosure. The Corporation's internal control over financial reporting is designed to provide reasonable assurance regarding the reliability of financial reporting and preparation of financial statements for external purposes in accordance with International Financial Reporting Standards. However, due to inherent limitations, internal control over financial reporting may not prevent or detect all misstatements or fraud. There have not been any changes in the Corporation's disclosure controls and procedures and the internal control over financial reporting that occurred during the six months ended

April 30, 2020 and the year ended October 31, 2019 that has materially affected, or is reasonably likely to materially affect, the Corporation's internal control over financial reporting.

The Corporation's management believes that any disclosure controls and procedures or internal control over financial reporting, no matter how well conceived and operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met. Further, the design of a control system must reflect the fact that there are resource constraints, and the benefits of controls must be considered relative to their costs. Because of the inherent limitations in all control systems, they cannot provide absolute assurance that all control issues and instances of fraud, if any, within the Corporation have been prevented or detected. These inherent limitations include the realities that judgments in decision making can be faulty, and that breakdowns can occur because of simple error or mistake. Additionally, controls can be circumvented by the individual acts of some persons, by collusion of two or more people, or by unauthorized override of the control. The design of any control system also is based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions. Accordingly, because of the inherent limitations in a cost-effective control system, misstatements due to error or fraud may occur and not be detected.

Cautionary Note Regarding Forward-Looking Information

Certain statements contained in this MD&A constitute forward-looking information within the meaning of Canadian securities laws. Forward-looking information is provided for the purposes of assisting the reader in understanding the Corporation's financial performance, financial position and cash flows as at and for the periods ended on certain dates and to present information about management's current expectations and plans related to the future and readers are cautioned that such statements may not be appropriate for other purposes. Forward-looking information may relate to future results, performance, achievements, events, prospects or opportunities for the Corporation or the cannabis industry and may include statements regarding the financial position, business strategy, budgets, litigation, projected costs, capital expenditures, financial results, investment opportunities, taxes, and plans and objectives of or involving the Corporation. Particularly, matters described as "Outlook" are forward-looking information. In some cases, forward-looking information can be identified by terms such as "plans", "anticipates", "expects", "estimates", "believes", "projected", "will", "plan", "may", "could, "would", "might", "growth", "future", "will".

Forward-looking information necessarily involves known and unknown risks and uncertainties, which may be general or specific and which give rise to the possibility that expectations, forecasts, predictions, projections or conclusions will not prove to be accurate, assumptions may not be correct and objectives, strategic goals and priorities may not be achieved. A variety of factors, many of which are beyond the Corporation's control, affect the operations, performance and results of the Corporation and its business, and could cause actual results to differ materially from current expectations of estimated or anticipated events or results.

Information contained in forward-looking information is based upon certain material assumptions that were applied in drawing a conclusion or making a forecast or projection, including management's perceptions of historical trends, current conditions and expected future developments, as well as other considerations that are believed to be appropriate in the circumstances, including the following: general economic, financial market, regulatory and political conditions in which the Corporation operates will continue to improve; the Corporation will be able to compete in the cannabis industry; the Corporation will be able to make investments on suitable terms; issuers in the Corporation public and private portfolio of investments will be able to meet their objectives and financial estimates.

Although the Corporation believes the expectations reflected in such forward-looking information are reasonable and represent the Corporation's projections, expectations and beliefs at this time, such information involves known and unknown risks and uncertainties which may cause the Corporation's actual performance and results in future periods to differ materially from any estimates or projections of future performance or results expressed or implied by such forward-looking information. The risk factors and uncertainties that could cause our actual results to differ materially from the forward-looking information contained in this presentation include: there is no assurance that the Corporation will be able to achieve its investment objectives; risks relating to the portfolio issuers; risks relating to medical cannabis; risks relating to risk and timing of legalization of recreational cannabis; regulatory risks; risks relating to the licensing process; risk factors related to U.S. cannabis legislation; changes to the cannabis laws; United States anti-money laundering laws and regulations; investments in U.S. cannabis sector; and risks relating to foreign market exposure. These risk factors are not intended to represent a complete list of the factors that could affect the Corporation you are cautioned to consider these and other factors, uncertainties and potential events carefully and not to put undue reliance on forward-looking statements as actual results achieved may vary from such forward-looking information and the variations may be material. The reader is cautioned to consider these and other factors, uncertainties and potential events carefully and not to put undue reliance on forward-looking information, as there can be no assurance that actual results will be consistent with such forward-looking information.

The forward-looking information included in this MD&A relate only to events or information as of the date on which the statements are made in this MD&A. Except as specifically required by applicable Canadian securities law, the Corporation undertakes no obligation to update or revise publicly any forward-looking information, whether as a result of new information, future events or otherwise, after the date on which the statements are made or to reflect the occurrence of unanticipated events.

APPENDIX I – CGOC Management Corp.

Contact Information

240 Richmond Street West, Suite 4164
Toronto, ON M5V 1V6
647-660-0566 Ext. 105

The Management Agreement

The Corporation's management services are provided by the Manager pursuant to a management agreement between the Corporation and the Manager dated January 16, 2018 (the "Management Agreement"). Pursuant to the Management Agreement, and subject to various terms and conditions thereof, the Manager agreed to provide the following management services to the Corporation:

(i) managing the business of the Corporation, including making all decisions regarding the business of the Corporation that are advisable or consistent with accomplishing the business of the Corporation, with all rights, power and authority conferred by the Management Agreement;

(ii) transacting the business of the Corporation and dealing with and in the assets of the Corporation for the use and benefit of the Corporation, including the power and authority to cause the Corporation to enter into contracts;

(iii) providing the services of up to three appropriately qualified individuals acceptable to the Board to serve as directors of the Corporation, which nominees may have a material relationship with the Corporation and may not be "independent" within the meaning of National Instrument 52-110 – Audit Committees;

(iv) providing the services of at least two appropriately qualified individuals to serve as senior officers of the Corporation, including individuals who will serve as the Chief Executive Officer, President, Chief Investment Officer and Chief Financial Officer, or other positions that serve a substantially similar function, as well as providing recommendations for certain appropriately qualified individuals to serve as the remaining officers of the Corporation, if any;

(v) managing, directing, advising and otherwise carrying out any of the Corporation's activities;

(vi) advising the Corporation with respect to all investments that are required or recommended to be implemented with respect to any of the assets of the Corporation;

(vii) operating the head office of the Corporation;

(viii) borrowing money (on a secured or unsecured basis) on behalf of the Corporation, including pursuant to a loan facility, the issue of debt securities or by purchasing securities on margin, subject to and in accordance with the investment policy and credit policy, if any, of the Corporation;

(ix) authorizing payment on behalf of the Corporation of expenses incurred on behalf of the Corporation and the negotiation of contracts with third party providers of services (including, without limitation, prime brokers, registrars and transfer agents, legal counsel, auditors, insurance agents and printers);

(x) preparing or overseeing the preparation of annual budgets for presentation to the Board for approval and monitoring the Corporation's financial performance;

(xi) providing or causing to be provided any records, financial or legal documentation or any other documentation reasonably required by the Chief Financial Officer of the Corporation in the performance of the internal accounting, auditing and legal obligations of the Chief Financial Officer;

(xii) advising the Board on strategic matters relating to the business of the Corporation including the Portfolio and any investment opportunities to enhance the value of the Common Shares;

(xiii) identifying, structuring and negotiating acquisition, disposition, financing and other transactions and managing due diligence in connection therewith;

(xiv) conducting day-to-day relations on behalf of the Corporation with third parties, including the management teams for each asset, suppliers, joint ventures, lenders, brokers, consultants, advisors, accountants, lawyers, insurers and appraisers;

(xv) engage a portfolio manager to manage the Passive Public Portfolio in accordance with the investment objectives and restrictions of the Corporation and shall be responsible for paying the fees of such portfolio manager out of the Management Fee;

(xvi) managing the investor relations activities of the Corporation; (xvii) managing the Corporation's regulatory compliance, including ensuring all required filings are made; and

(xvii) annually or as otherwise reasonably requested by the board of trustees, making reports to the board of trustees and/or the security holders of the Corporation of the performance of the Corporation and the board of trustees.

In addition to the Management Fee and the Performance Fee, under the Management Agreement, the Corporation is obligated to reimburse the Manager for all reasonable and necessary actual out-of-pocket costs and expenses paid by the Manager in connection with the performance of the services described in the Management Agreement, including certain specified expenses ancillary to the operations of the Manager, including travel on behalf of the Corporation and office space and services.

The term of the Management Agreement will continue, subject to earlier termination in certain circumstances until the winding-up or dissolution of the Corporation. The Management Agreement may be terminated early in certain circumstances, including (i) upon the dissolution, liquidation, bankruptcy, insolvency or winding-up of the Manager; and (ii) material breach by the Manager of the Management Agreement and, if capable of being cured, any such breach has not been cured within 60 days' written notice of such breach to the Manager. The Manager has the right, at any time, upon 180 days' written notice, to terminate the Management Agreement for any reason. In the event that the Management Agreement is terminated, the Manager is entitled to all accrued and unpaid management and success fees. The Manager may not be removed other than by a meeting of the shareholders and only if the Manager is in material breach or default of the provisions of the Management Agreement and, if capable of being cured, any such breach or default has not been cured within 60 days' notice of such breach or default to the Manager. Similarly, the Management Fee payable under the Management Agreement may not be modified other than by a meeting of the Shareholders and only if such modification results in an increase in the Management Fee payable to the Manager.

Directors and Executive Officers of the Manager

The name and municipality of residence of each of the directors and executive officers of the Manager and their principal occupations are as follows:

Name and Municipality of Residence	**Date Individual became a Director**	**Position with the Manager**	**Principal Occupation**
Paul Andersen Toronto, ON	November 1, 2017	Director, President, and Secretary	Managing Partner, Forbes Andersen LLP