August 31, 2020

MIND CURE HEALTH INC.

INITIAL PUBLIC OFFERING
TERM SHEET

A final 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 and Ontario. A copy of this final prospectus, and any amendment, is required to be delivered with this document.

This document does not provide full disclosure of all material facts relating to the securities offered. Investors should read the final prospectus and any amendment, for disclosure of those facts, especially risk factors relating to the securities offered, before making an investment decision.

Copies of the final prospectus may be obtained Haywood Securities Inc. at ecm@haywood.com

ISSUER:	Mind Cure Health Inc. ("**Mind Cure**" or the "**Company**")
AMOUNT:	Minimum of $1,000,000 and maximum of $2,600,000
OFFERING:	Treasury offering of common shares ("**Common Shares**") in the capital of the Company.
PRICE:	$0.20 per Common Share (the **"Issue Price"**)
OVER-ALLOTMENT:	The Company grants the Agent an option, exercisable, in whole or in part by the Agent, giving notice to the Company at any time up to 48 hours prior to the Closing Date (as defined below) to sell up to an additional number of Common Shares equal to 15% of the Maximum Common Shares sold pursuant to the Offering at a price per Common Share equal to the Issue Price.
TRANSACTION STRUCTURE:	Commercially reasonable efforts prospectus offering of Common Shares in the Selling Jurisdictions.
QUALIFYING AND SELLING JURISDICTIONS:	The Common Shares will be eligible for sale in British Columbia, Alberta and Ontario (the "**Selling Jurisdictions**").
USE OF PROCEEDS:	The net proceeds from the Offering will be used for corporate and general working capital purposes.
LISTING:	The Company has obtained conditional approval to list the Common Shares on the Canadian Securities Exchange (the "**CSE**"), which listing shall be approved prior to the Closing Date.
AGENT:	Haywood Securities Inc. (the "**Agent**")
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**").