Mednow.ca

TSXV: MNOW *(Reserved)*

Canada's On-Demand Virtual Pharmacy

Management Presentation
January 27, 2021

This presentation is dated January 27, 2021. A preliminary prospectus dated January 27, 2021 (the "preliminary prospectus") containing important information relating to the securities described in this presentation has been filed with the securities regulatory authorities in Alberta, British Columbia, Manitoba, Ontario and Saskatchewan. A copy of the preliminary prospectus, and any amendment, is required to be delivered with this presentation. 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 prospectus, the final prospectus and any amendment for disclosure of those facts, especially risk factors relating to Mednow Inc. and the securities offered, before making an investment decision.

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This presentation contains “forward-looking information” for purposes of applicable Canadian securities laws (“forward-looking statements”). Forward-looking statements are neither historical facts nor assurances of future performance. Instead, they are based on our current beliefs, expectations or assumptions regarding the future of our business, future plans and strategies, our operational results and other future conditions. Forward-looking statements can be identified by words such as “anticipate”, “believe”, “estimate”, “expect”, “intend”, “may”, “plan”, “predict”, “project”, “seek”, “target”, “potential”, “will”, “would”, “could”, “should”, “continue”, “contemplate” and other similar expressions, although not all forward-looking statements contain these identifying words. These forward-looking statements include all matters that are not historical facts, and include statements regarding our intentions, beliefs or current expectations concerning, among other things, our financial performance, financial condition, liquidity, prospects, growth, strategies and the industry in which we operate. Although we base the forward-looking statements contained in this presentation on assumptions that we believe are reasonable, we caution you that actual results and developments (including our financial performance, financial condition and liquidity, and the development of the industry in which we operate) may differ materially from those made in or suggested by the forward-looking statements contained in this presentation. Despite a careful process to prepare and review the forward-looking statements, there can be no assurance that the underlying opinions, estimates, and assumptions will prove to be correct.

By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. Forward-looking information involves known and unknown risks and uncertainties, many of which are beyond our control, which could cause actual results to differ materially from those that are disclosed in or implied by such forward-looking information. These risks and uncertainties include, but are not limited to, those described in greater detail under *“Risk Factors”* in this preliminary prospectus. If any of these risks materialize, or if any of the above assumptions underlying forward-looking statements prove incorrect, actual results and developments may differ materially from those made in or suggested by the forward-looking statements contained in this presentation. Given these risks and uncertainties, you are cautioned not to place undue reliance on these forward-looking statements. Any forward-looking statement that we make in this presentation speaks only as of the date of this presentation, and, except as required by law, we undertake no obligation to update any forward-looking statements or to publicly announce the results of any revisions to any of those statements to reflect future events or developments. Comparisons of results for current and any prior periods are not intended to express any future trends or indications of future performance, unless specifically expressed as such, and should only be viewed as historical data.

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MEDNOW: A PHARMACY IN YOUR POCKET

Building a full-service virtual pharmacy that conveniently delivers your pharmacy needs right to your door

Our mission is to improve healthcare access through **best-in-class service**, **proprietary technology,** and **enhanced delivery**.
Our vision is for Mednow to become a household name for convenient healthcare through its technological infrastructure.

Patient access via a web based user-friendly app, website, and call centre

To have fulfillment and delivery capabilities across Canada

To provide access to virtual healthcare with pharmacists

To deliver best-in-class pharmacy services from experienced founders

Patients see their **community pharmacists** up to

10x

more frequently than they see **family physicians** [1]

50%

of Canadians with chronic illness do not take medications as prescribed [2]

2/3

of Canadians over the age of 65 take more than 3 medications a day [2]

1. Canadian Pharmacists Association, 2020
2. Canadian Institute for Health Information, Drug Use Among Seniors, 2016

A LARGE ADDRESSABLE & UNTAPPED MARKET

- Despite a Canadian landscape with over 10,500 pharmacies, management has identified less than 10 pharmacies that are an online delivery-based business model
- Telemedicine is expected to grow by **64%** year over year with a **38% CAGR from 2020-2025** [4] and management believes as more people consult their doctor online, more people will require pharmaceutical consultations and medication delivery
- Mednow seeks to affect disruption in the healthcare market as the sectors of grocery, restaurant, and transportation have experienced from on-demand technology-powered companies

1. CIHI National Health Expenditure, 2019
2. IBISWorld, Pharmacies & Drug Stores in Canada, 2020
3. Fortune Business Insights, Telehealth Market Size, Share & COVID-19 Impact Analysis […], 2020; Canadian figures estimated from North American market
4. Frost & Sullivan, Telehealth to Experience Massive Growth with COVID-19 Pandemic […], 2020

FOUNDERS & MANAGEMENT

Karim Nassar, MBA Chief Executive Officer & Co-Founder

Karim is a computer engineer with 15 years of experience in pharmacy, technology, and healthcare logistics. He was in the international marketing division at VitalAire Home Healthcare, helping them build their Western Canada home oxygen logistics network. Karim previously led retail and specialty pharmacy strategy initiatives at McKesson (NYSE: MCK) and Innomar Strategies, a subsidiary of AmerisourceBergen (NYSE: ABC). He was the Vice President of Digital Strategy at the Care Groupof Pharmacies. Karim holds a Bachelor's of Applied Science from the University of Toronto and a Master of Business Administration from Queen's University.

Ali Reyhany, PharmD Director & Co-Founder

Ali has over 20 years of experience in pharmacy, business development, and operations. He is the Chief Executive Officer and Co-Founder of the Care Group of Pharmacies, the largest pharmacist controlled independent pharmacy chain in Canada with over 45 locations and $150M of revenue; they recently completed a $30M growth investment by Crédit Mutuel Equity, a €3B private equity fund of Crédit Mutuel Alliance Fédérale. Ali holds a Doctor of Pharmacy degree from the University of Toronto. He was named as one of **Canada's Top 40 Under 40 for 2020**, presented by BNN Bloomberg and the Financial Post.

Joshua Lebovic, CPA Chief Financial Officer

Joshua brings more than 10 years of experience managing public and private businesses from start-up to multi-billion-dollar enterprises. Previously, he served as the Controller of Foreign Operations for The Stars Group (TSX: TSGI), a multi-billion-dollar online poker and gambling technology company. Joshua has held accounting and finance roles with increasing responsibility at various firms. He holds a Bachelor's of Commerce degree from McGill University and the professional certification of Chartered Professional Accountant (CPA).

Felipe Campusano, RPh Director & Co-Founder

Felipe is a Co-Founder of the Care Group of Pharmacies. He purchased his first pharmacy the day he graduated pharmacy school and has since amassed a pharmacy network of over 70 pharmacies. Felipe is also the Founder and Chair of Liver Care Canada, a network of specialty liver disease treatment clinics. He holds a Pharmacy degree from the University of Toronto and a Bachelor's of Science degree from Queen's University.

TEAM & ADVISORS

Dr. Karim Vellani, Medical Director

Dr. Vellani is a licensed physician and the current Founder and Medical Director of MediCall, a physician home visit and virtual care company, based in Toronto. He is also a family physician at St. Michael's Hospital and a lecturer at the University of Toronto, acting as a lecturer and preceptor for residents and medical students training in family medicine. Dr. Vellani holds a Doctorate in Medicine from the Windsor University School of Medicine and his Certification in the College of Family Physicians (CCFP) from the University of Toronto.

Chris Fischer, Medical Managing Partner

Chris is a seasoned veteran in the health services industry and brings over 20 years of experience in both Quebec and Ontario. He currently serves as the Director of Operations for the University of Ottawa Health Services (UOHS, recently renamed Ontario Partners in Health), as well as the University of Ottawa Health Services Family Health Team, a separate non-profit entity. Additionally, Chris has served as the Director of the Ontario University and College Health Association (OUCHA) since 2006. He holds a Bachelor's of Arts degree in Political Science from the University of Western Ontario.

Ghassan Halazon, MBA eCommerce Advisor

Ghassan in the Founder and Chief Executive Officer of EMERGE Commerce (TSXV: ECOM), an acquirer and operator of niche eCommerce assets with over 2 million members across North America. He formerly advised on $5B of transactions as an investment banker with Citi (NYSE: C) out of New York. Ghassan was recognized as one of Canada's Top 40 under 40 honourees for 2020, presented by BNN Bloomberg and National Post. Ghassan holds a Masters of Business Administration from Georgetown University and a Bachelor's of Commerce from McGill University.

Sameer Lalji, Technology Advisor

Sameer brings over 15 years of product knowledge supported by his degree in computer science and in-depth technical knowledge. He was the Chief Technology Officer at DealTap, Managing Director for Majid Al Futtaim in the United Arab Emirates, and Advisor for Quantum Mob and Band of Coders. Sameer is currently the Chief Product Officer at VerticalScope and has worked with several clients in various verticals. Some of his clients have included CIBC (TSX: CM), Scotiabank (TSX: BNS), CI Financial (TSX: CIX), Manulife (TSX: MFC), Walmart (NYSE: WMT), and John Deere (NYSE: DE).

BOARD OF DIRECTORS

Kia Besharat, MSc Director & Co-Founder

Kia currently serves as Senior Managing Director and Head of Capital Markets Origination, Global Investment Banking at Gravitas Securities, a leading independent, internationally owned and operated wealth management and capital markets firm. He Co-Founded and serves as a Director of EMERGE Commerce (TSXV: ECOM), a disciplined, diversified, rapidly growing acquirer and operator of ecommerce brands across North America. His transactions have totaled in excess of $1B and in aggregate of more than $4B over his career. Kia was recognized by the Investment Industry Association of Canada (IIAC) as a Top 40 Under 40 Award Nominee in 2018. He has a Bachelor's of Arts (Economics, Minor in Management) from McGill University and a Master's of Science (Finance & Investment) from the University of Edinburgh.

Mahdi Shams, JD, MBA Director

Mahdi is currently a Partner at MLT Aikins LLP where he practices corporate securities law. He acts for both public and private companies, advising clients on corporate governance matters, continuous disclosure obligations, director and officer duties and obligations and general corporate law matters. Mahdi has worked on a broad range of domestic and international transactions, including public offerings, public and private mergers and acquisitions, commercial sale agreements, debt and equity financings, private placements and corporate reorganizations. He obtained his Juris Doctor and Masters of Business Administration from Dalhousie University. He also has a Bachelor's of Arts from the University of British Columbia.

Ali Reyhany, PharmD Director & Co-Founder

Ali has over 20 years of experience in pharmacy, business development, and operations. He is the Chief Executive Officer and Co-Founder of the Care Group of Pharmacies, the largest pharmacist controlled independent pharmacy chain in Canada with over 45 locations and $150M of revenue; they recently completed a $30M growth investment by Crédit Mutuel Equity, a €3B private equity fund of Crédit Mutuel Alliance Fédérale. Ali holds a Doctor of Pharmacy degree from the University of Toronto. He was named as one of **Canada's Top 40 Under 40 for 2020**, presented by BNN Bloomberg and the Financial Post.

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MEDNOW TIMELINE

The Mednow platform accelerated development in 2020 given the rapid adoption of digital healthcare services in Canada

JUNE 2020
$6.5M Raised in Oversubscribed Series A Round

SEPTEMBER 2020
Official App Released

SEPTEMBER 2020
Secured Ontario and British Columbia Sites [1]

OCTOBER 2020
Developed Corporate and Pharmacy Team

NOVEMBER 2020
Established Ontario Delivery Infrastructure Including Entering Into Agreement With a Third-Party Courier and Build-Out of Delivery Team

JANUARY 2021
Entered into Strategic Business Advisory Agreements Regarding the Establishment of a Mednow Telemedicine Solution

1. Mednow East Inc. and Mednow Pharmacy Inc. are fulfillment partners

RAPID DELIVERY: SAME DAY AND NEXT DAY DELIVERY [1]

Mednow's **current** fulfillment centre network can service British Columbia and Ontario

The Company intends to expand its services into additional provinces if it is able to secure contractual arrangements to scale nationally

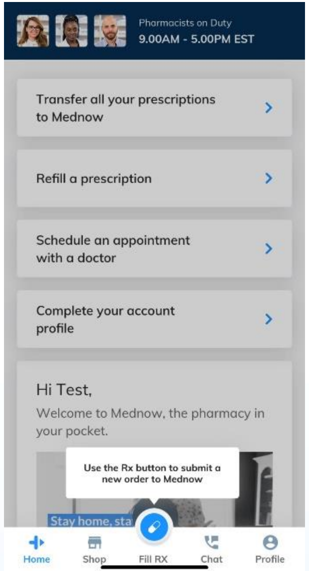
Mednow existing fulfillment centres

1. Same day and next delivery in the Greater Toronto Area and the Metropolitan Vancouver Area

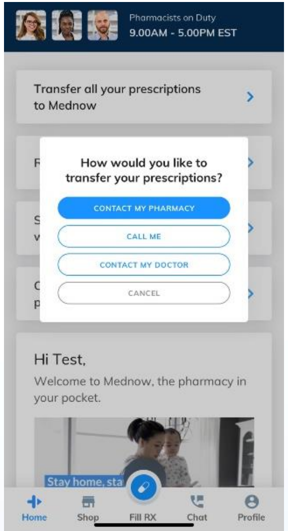
THE MEDNOW APPLICATION

The mobile browser based Mednow App is live at https://app.mednow.ca with the next release anticipated Q2 2021

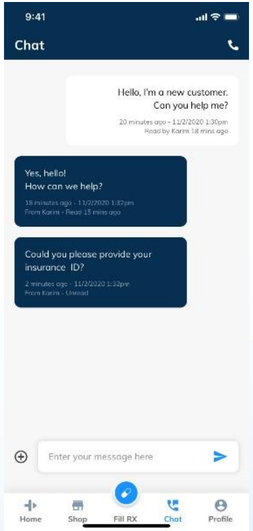
Improved Landing For a Rapid Rx and Profile Intake



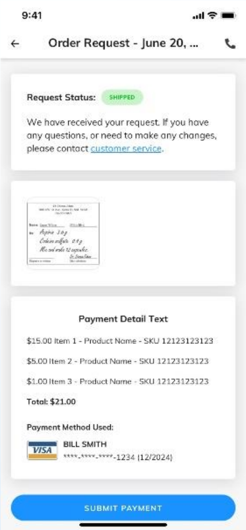
Making Switching to Mednow Easier



An Intuitive Chat Experience



Fully Integrated Online Payment



THE MEDNOW ECOSYSTEM: AN EXAMPLE

From diagnosis to the prescription being delivered to the patient, the goal is that the patient always receives Mednow's holistic care every step of the way

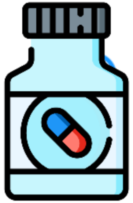
#1

An Appointment Is Requested Online Through a Third-Party Provider

#2

Patient Meets with Virtual Doctor

#3



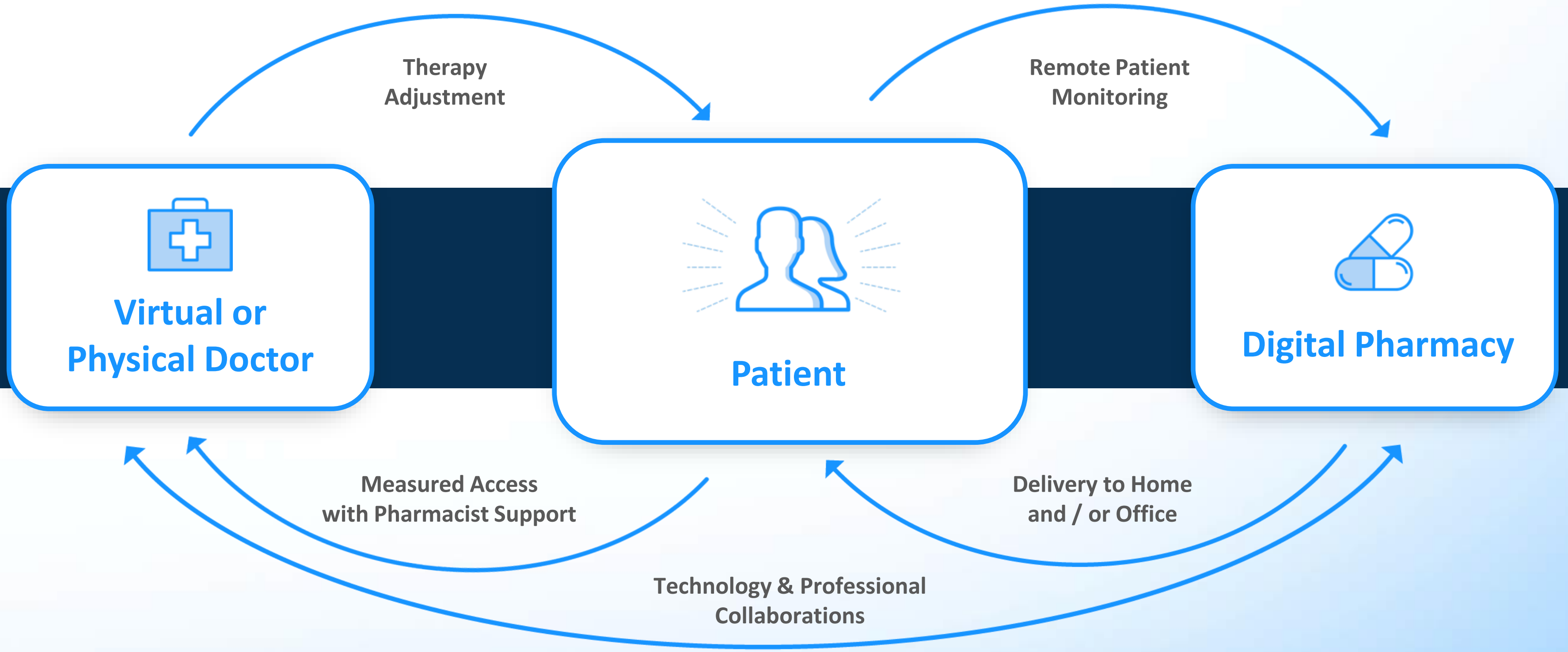
Script Filled by Mednow Pharmacy

#4

Mednow Delivers Prescription

Note: Currently patients are referred to third-party providers including Tia Health

MEDNOW: AN ALL-IN-ONE PATIENT EXPERIENCE FROM DIAGNOSIS TO DELIVERY



INDUSTRY-LEADING ADHERENCE SYSTEM

Mednow's PillSmart™ system helps improve medication adherence by organizing medications and vitamins by date and time in easy-to-use pouches at no additional cost to customers [1]

*"Medication adherence is one of the most important ways pharmacists can improve health outcomes [2]" – **Ali Reyhany**, Registered Pharmacist*

1. Trademark Pending. Similar to PillPack (USA) and PocketPills (Canada)
2. Pharmacy U, Medication adherence: Are you in control of the biggest issue facing pharmacists?, 2021

OBJECTIVES & MILESTONES

A strong customer acquisition and business plan for 2021 as the company scales nationally

Phase 1

Q1 2021

1. Integrate Branding and Services in British Columbia and Ontario
2. Additional Preparation for Launch and Hiring of Marketing Specialist

Phase 2

Q2 2021

1. Launch of Initial Marketing Campaign
2. Development and Launch of the Mednow App
3. Complete Upgrades to Dashboard

Phase 3

Q3 2021

1. Establish Relationship with Telemedicine Provider for Electronic Medical Records
2. Streamline Order Processing & Establish Algorithm-Based Marketing

Phase 4

Q4 2021

1. Launch E-Commerce Platform on Mednow App for Non-Prescription Products
2. Integrate Internal Systems with Dashboard

SUMMARY: WHY MEDNOW?

PROVEN MANAGEMENT

Co-Founders grew their previous venture to $150M in revenue before securing a $30M investment from Crédit Mutuel Equity, the private equity arm of the 5th largest bank in France.

ON-DEMAND VIRTUAL PHARMACY

Focused on building national infrastructure that will provide maximum value to patients and customers in the virtual and delivery-based health care sectors.

BEST-IN-CLASS HOLISTIC CARE OFFERING

Building a pharmacy-first offering supported with telemedicine provided by a third-party service provider.

ALL-IN-ONE ECOSYSTEM

The future of the Mednow ecosystem will begin from the moment a consumer speaks with a doctor, to the prescription being filled by the on-demand virtual pharmacy, and ending at the patient's desired place of delivery (e.g. home, office).

PRO-FORMA CAPITALIZATION TABLE [1]

	Amount
Common Shares Outstanding	16,110,518
Indicative Offering Price	\$6.25 to \$7.25 per Unit
Pre-Money Valuation	\$100.7M to \$116.8M
Shares Issued [1,2]	1,448,275
Total Common Shares (Post-Financing) [1,2]	**17,558,793**
Current Options	1,611,000
Current Warrants	3,377,422
Warrants Issued [1,2]	834,481
Total Options & Warrants (Post-Financing) [1,2]	5,822,903
Total Fully Diluted Shares (Post-Financing) [1,2]	**23,381,696**

61.4%
Current Insider Ownership [3]

\$2.6M
Cash & Cash Equivalents [4]

1. Assumes a price of \$7.25 per Unit
2. Assuming \$10,000,000 raised and including issuances of securities to the Agents in connection with the Offering
3. Management currently holds 9,895,000 Common Shares on a non-diluted, pre-offering basis
4. As of December 31, 2020

Note: Currencies are in C\$

MEDNOW IS THE NEWS …

" An online pharmacy and virtual health provider looking to improve Canadian's Health using **technology and home delivery**

BNN Bloomberg

" Mednow.ca was designed with the **best patient experience** in mind, it sets a new standard for quality care paired with virtual access to all pharmacy services

yahoo! finance

" During this period of uncertainty […], an innovative service like this one has never been **more relevant**

DailyHive

" Mednow.ca's deep industry knowledge coupled with a growing demand for virtual care and pharmacy delivery makes it a very attractive opportunity in the Canadian investment landscape

betakit

" The risk that the COVID-19 pandemic posed and the need for social distancing amplified the need for a pharmacy that comes to you. Mednow.ca provides a virtual platform for Canadians to access a new way of experiencing healthcare

Stockhouse
Taking it to the Street.

" All-Encompassing Virtual Platform Aims to Disrupt Canada's Pharmacy Industry

RETAIL R·I INSIDER

INITIAL PUBLIC OFFERING (IPO) TERM SHEET

Issuer	Mednow Inc. (the "**Company**").
Offering	Initial public offering of up to between 1,379,311 and 1,600,000 units of the Company (the "**Units**") (1,586,207 and 1,840,000 Units if the Over-Allotment Option is exercised in full) on a commercially reasonable efforts basis subject to a formal agency agreement (the "**Offering**").
Gross Proceeds	Up to $10,000,000 ($11,500,000 if the Over-Allotment Option is exercised in full).
Indicative Offering Price	$6.25 to $7.25 per Unit (the "**Offering Price**").
Units	Each Unit shall be comprised of one (1) Class A common share in the capital of the Company (a "**Common Share**") and one half of one (1/2) Common Share purchase warrant (each whole warrant, a "**Warrant**"). Each Warrant shall be exercisable to acquire one (1) Common Share at a price between $7.81 and $9.06 per Warrant (the "**Exercise Price**") for a period of 2 years from the date of issuance thereof.
Use of Proceeds	The Company intends to use the net proceeds from the Offering towards branding and service integration assets, developing its technology platform, increasing its marketing efforts, expansion of its product offering, and working capital and general corporate purposes.
Exchange Listings	The Company has applied to have the Common Shares listed on the TSXV under the symbol "MNOW". Listing is subject to the approval of the TSXV in accordance with its listing requirements.
Eligibility	The Units are eligible for TFSA, RRSP, RESP, RRIF and DPSP Accounts.
Lock-up Agreements	In connection with the completion of the Offering, the Company and each of the shareholders and optionholders of the Company on the Closing Date will enter into lock-up agreements valid for a period ranging from six (6) months to three (3) years after the Closing Date.
Agents' Commission	i. A cash commission of 8% of the aggregate cash proceeds received from the sale of the Units (including any gross proceeds raised pursuant to the Over-Allotment Option); ii. A number of warrants (the "**Agents' Warrants**") equal to 8% of the aggregate number of Units issued under the Offering (including any Units issued pursuant to the Over-Allotment Option).
Agents	Gravitas Securities Inc., Eight Capital and Stifel GMP (collectively, the "**Co-Lead Agents**") and Canaccord Genuity Corp. and Raymond James Ltd. (collectively, with the Co-Lead Agents, the "**Agents**").

In accordance with Section 13.7(4) of National Instrument 41-101 – General Prospectus Requirements, all of the information relating to Mednow Inc.’s comparables and any disclosure relating to the comparables, which is contained in the presentation to be provided to potential investors, has been removed from this template version for purposes of its filing on the System for Electronic Document Analysis and Retrieval (SEDAR).

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THANK YOU

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