

FORM 9 AMENDED**NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES**
(or securities convertible or exchangeable into listed securities¹)

Please complete the following:

Name of CNSX Issuer: InMed Pharmaceutical Inc. (the "Issuer").Trading Symbol: IN .Date: January 20, 2017 .Is this an updating or amending Notice: ☒ Yes ☐ NoIf yes provide date(s) of prior Notices: Jan 6, Jan 17 & Jan 18, 2017 .Issued and Outstanding Securities of Issuer Prior to Issuance: 96,223,967 .Date of News Release Announcing Private Placement: January 5, 2017 .Closing Market Price on Day Preceding the Issuance of the News Release: \$0.25

1. Private Placement (if shares are being issued in connection with an acquisition (either as consideration or to raise funds for a cash acquisition), proceed to Part 2 of this form)

Full Name & Residential Address of Placee	Number of Securities Purchased or to be Purchased	Purchase price per Security (CDN\$)	Conversion Price (if Applicable)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed	Payment Date(1)	Describe relations -hip to Issuer (2)
Jacob Ennis Toronto, Ontario M2M 1M8	872,221	\$0.18	N/A	2.5 of NI 45-106	Nil	DAP	
Georgy Prozorov Etobicoke, Ontario, M9B1Y9	191,000	\$0.18	N/A	2.5 of NI 45-106	Nil	Jan 17/17	
Maria Prozorova Etobicoke, Ontario, M9B1Y9	139,000	\$0.18	N/A	2.5 of NI 45-106	Nil	Jan 17/17	

Winston Miles Toronto, Ontario M5P2L2	55,555	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Patrick McBride Toronto, Ontario M5P2E6	83,333	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Domenic Staltari Etobicoke, ON M9A1X1	41,666	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Thomas Hull Toronto, Ontario M5A1M1	55,556	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Jamieson Bondarenko Toronto, Ontario M5E1A1	278,000	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Andrew Gillin Toronto, Ontario M4M1G7	55,556	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Donato Sferra Toronto, ON M2L2H3	416,667	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Mark Attanasio North York, Ontario M2L 2G8	277,778	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Loria Capital Corp. Calgary, Alberta T3L2N6	83,333	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Richard Livesley Toronto, Ontario M5E0A4	83,334	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Tanner Kohara Toronto, Ontario, M6S4C6	55,556	\$0.18	N/A	2.3 of NI 45-106	Nil	Jan 12/17	
Stuart G Smith Oakville, Ontario, L6J1L5	140,000	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Chad MacDonald Toronto, Ontario, M5M1C9	55,555	\$0.18	N/A	2.3 of NI 45-106	Nil	Jan 16/17	
Rayna Schnapp Toronto, Ontario M5R1W8	41,666	\$0.18	N/A	2.3 of NI 45-106	Nil	Jan 16/17	

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Bruce Latimer Toronto, Ontario, M4E1X3	111,111	\$0.18	N/A	2.3 of NI 45-106	3,017 Shares	Jan 16/17	
Kevin Costa Toronto, Ontario, M5H0A2	27,777	\$0.18	N/A	2.3 of NI 45-106	Nil	Jan 16/17	
Brian Ferguson Toronto, Ontario M5R1W8	41,666	\$0.18	N/A	2.3 of NI 45-106	Nil	Jan 16/17	
Glen Tait Richmond, British Columbia V7E6V6	554,116	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Michelle Goh Toronto, Ontario M4R1B7	27,778	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
RC CAPITAL INC. Etobicoke, Ontario M9A2P5	83,334	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Rockport Participation Inc. Vaduz 9490, Liechtenstein	277,777	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Peter Brown Vancouver, British Columbia 6T1G6	830,000	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Shoaib Ansari Vancouver, British Columbia V5T0E8	30,000	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Larry Dow West Kelowna, BC V1Z3R6	110,000	\$0.18	N/A	2.3 of NI 45-106	96,000 shares	DAP	
Katie Bellamy Vernon, British Columbia V1T9M9	139,000	\$0.18	N/A	2.3 of NI 45-106	1,000,000 shares	Jan 12/17	
1003021 BC Ltd. Vernon, British Columbia, V1T9V2	25,000	\$0.18	N/A	2.3 of NI 45-106	1,000,000 shares	Jan 12/17	
Gentle Dwarf Enterprises Enderby, British Columbia V0E 1V3	200,000	\$0.18	N/A	2.3 of NI 45-106	500,000 shares	Jan 12/17	
Sherman Dahl Vernon, British Columbia V1T9M9	139,000	\$0.18	N/A	2.3 of NI 45-106	1,000,000 shares	Jan 12/17	

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Wolfgang Kaske Vernon, British Columbia V1H1Z6	25,000	\$0.18	N/A	2.3 of NI 45-106	Nil	Jan 12/17	
0606390 BC Ltd. Vernon, British Columbia V1T9X2	200,000	\$0.18	N/A	2.3 of NI 45-106	227,000 Shares 150,000 Warrants	Jan 12/17	
Mathew Tran N Kelowna, British Columbia V1V3C7	128,000	\$0.18	N/A	2.3 of NI 45-106	Nil	Jan 12/17	
Devinder Randhawa Kelowna, BC V1W1Y3	200,000	\$0.18	N/A	2.3 of NI 45-106	Nil	Jan 13/17	
Flotsam Cove Holdings Ltd. Vancouver, BC V6C3R3	100,000	\$0.18	N/A	2.3 of NI 45-106	Nil	Jan 17/17	
Mark Fedosiewich Ottawa, Ontario K1S1Z1	140,000	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
GRF Consulting Corp. Vancouver, British Columbia V6C 1H2	150,000	\$0.18	N/A	2.3 of NI 45-106	250,000 Shares	Jan 17/17	
Duncan J Kennedy Toronto, Ontario M6K2T8	50,000	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Scott Hunter Vancouver, British Columbia V6N2M1	100,000	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
BC 534597 Ltd. Salmon Arm, British Columbia, V1E1X9	150,000	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Michael Halvorson Edmonton, Alberta T6A3W1	250,000	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Judith Halvorson Edmonton, Alberta T6A3W1	50,000	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
David Bromley Surrey, British Columbia V3Z0E3	50,000	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Gregory Bowes Carleton Place, Ontario K7C3P1	50,000	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	

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Steven Feldman Surrey, British Columbia V4P0C2	100,000	\$0.18	N/A	2.3 of NI 45-106	18,000 shares	Jan 11/17	
Melanie Clarance North Vancouver, British Columbia V7V2P8	38,000	\$0.18	N/A	2.3 of NI 45-106	60,000 shares	DAP	
Gary Segal Vancouver, BC V7Y 1A1	100,000	\$0.18	N/A	2.3 of NI 45-106	Nil	Jan 16/17	
Aaron Keay Vancouver, British Columbia V6L2W6	555,556	\$0.18	N/A	2.3 of NI 45-106	Nil	Jan 12/13	
Ulf Harring 82319 Starnberg, Germany	80,000	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Paul Kelly Lane Cove NSW 2066, Australia	55,555	\$0.18	N/A	2.3 of NI 45-106	Nil	DAP	
Martin Bott Carmel, IN 46032, USA	100,000	\$0.18	N/A	2.5 of NI 45-106	1,000,000 Options	DAP	Insider
Jon Oswald Vancouver, BC V6K2A7	38,888	\$0.18	N/A	2.5 of NI 45-106	Nil	DAP	
Manfred Hornung Oberhaching, Germany	100,000	\$0.18	N/A	2.5 of NI 45-106	Nil	DAP	
Espen Lund Tutzing, Germany	12,600	\$0.18	N/A	2.3 of NI 45-106	Nil	FF's	
Ogden Holdings Corp Vancouver, BC V6J1A1	141,065	\$0.18	N/A	2.3 of NI 45-106	Nil	FF's	

(1) Indicate date each placee advanced or is expected to advance payment for securities. Provide details of expected payment date, conditions to release of funds etc. Indicate if the placement funds been placed in trust pending receipt of all necessary approvals.

(2) Indicate if Related Person.

¹An issuance of non-convertible debt does not have to be reported unless it is a significant transaction as defined in Policy 7, in which case it is to be reported on Form 10.

1. Total amount of funds to be raised: \$1,491,000.12 .

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2. Provide full details of the use of the proceeds. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material. The net proceeds from this private placement will be used for general working capital purposes. .
3. Provide particulars of any proceeds which are to be paid to Related Persons of the Issuer: N/A .
4. If securities are issued in forgiveness of indebtedness, provide details and attach the debt agreement(s) or other documentation evidencing the debt and the agreement to exchange the debt for securities.
5. Description of securities to be issued:
- (a) Class Common Shares .
- (b) Number 8,283,334 + 153,665 (FFs) .
- (c) Price per security \$0.18 .
- (d) Voting rights One common share equals one vote .
6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:
- (a) Number 170,364 Warrants will be issued for Finders Fees. See section 8. .
- (b) Number of securities eligible to be purchased on exercise of Warrants (or options) 170,364 .
- (c) Exercise price \$0.18 .
- (d) Expiry date Twelve (12) months following the closing of the financing. .
7. Provide the following information if debt securities are to be issued:
- (a) Aggregate principal amount N/A .
- (b) Maturity date N/A .
- (c) Interest rate N/A .
- (d) Conversion terms N/A .
- (e) Default provisions N/A .

8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the placement (including warrants, options, etc.):
- (a) Details of any dealer, agent, broker or other person receiving compensation in connection with the placement (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer):
Finders fees of 7% cash, 7% common shares, and 7% warrants were issued to the following:
1. Ogden Holdings Corp ("Ogden") - Kevin Puil: 1866 Ogden Ave, Vancouver, BC V6J1A1 - 7% common shares;
2. Canaccord Genuity Corp. ("Canaccord"): 2200-609 Granville Street, Vancouver, BC V7Y1H2 - 7% cash and 7% warrants;
3. Espen Lund ("Espen"): Bockmayr Str. 12, 82327 Tutzing, Germany - 7% common shares;
4. Sherman Dahl ("Sherman"): 369-3104 30th Ave. Vernon, British Columbia, V1T9M9 - 7% cash;
5. NBCN INC. ("NBCN"): 1010 De la Gauchetiere Ouest, mezzanine 100, Montreal QC H3B5J7 - 7% cash and 7% warrants;
6. Pretium Communications ("Pretium"), Katie Bellamy: 3104 30th Ave, Vernon BC, V1T9M9 - 7% cash.
7. Jeff Sharpe ("Jeff"): 2080 W. 10th Ave. Vancouver, BC V6J 2B3 - 7% cash.
- (b) Cash \$ Canaccord \$3,499.99; Sherman \$1,751.40; NBCN \$6,300.00; Pretium \$19,114.20; Jeff \$14,471.86.
- (c) Securities Ogden 141,065 common shares; Espen 12,600 common shares; Canaccord 19,444 brokers warrants; NBCN 35,000 brokers warrants; Pretium 106,190 brokers warrants; Sherman 9,730 brokers warrants
- (d) Other _____
- (e) Expiry date of any options, warrants etc. Twelve (12) months following the closing of the financing
- (f) Exercise price of any options, warrants etc. \$0.18
9. State whether the sales agent, broker, dealer or other person receiving compensation in connection with the placement is Related Person or has any other relationship with the Issuer and provide details of the relationship N/A
10. Describe any unusual particulars of the transaction (i.e. tax "flow through" shares, etc.).
N/A

11. State whether the private placement will result in a change of control.
N/A .
12. Where there is a change in the control of the Issuer resulting from the issuance of the private placement shares, indicate the names of the new controlling shareholders. N/A. .
13. Each purchaser has been advised of the applicable securities legislation restricted or seasoning period. All certificates for securities issued which are subject to a hold period bear the appropriate legend restricting their transfer until the expiry of the applicable hold period required by Multilateral Instrument 45-102..

2. Acquisition

1. Provide details of the assets to be acquired by the Issuer (including the location of the assets, if applicable). The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material: N/A .
2. Provide details of the acquisition including the date, parties to and type of agreement (eg: sale, option, license etc.) and relationship to the Issuer. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the acquisition without reference to any other material: N/A
_____ .
3. Provide the following information in relation to the total consideration for the acquisition (including details of all cash, securities or other consideration) and any required work commitments:
- (a) Total aggregate consideration in Canadian dollars: N/A .
- (b) Cash: N/A .
- (c) Securities (including options, warrants etc.) and dollar value: N/A
_____ .
- (d) Other: N/A .
- (e) Expiry date of options, warrants, etc. if any: N/A .
- (f) Exercise price of options, warrants, etc. if any: N/A .
- (g) Work commitments: N/A .
4. State how the purchase or sale price was determined (e.g. arm's-length negotiation, independent committee of the Board, third party valuation etc).

5. Provide details of any appraisal or valuation of the subject of the acquisition known to management of the Issuer: N/A

6. The names of parties receiving securities of the Issuer pursuant to the acquisition and the number of securities to be issued are described as follows:

Name of Party (If not an individual, name all insiders of the Party)	Number and Type of Securities to be Issued	Dollar value per Security (CDN\$)	Conversion price (if applicable)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed by Party	Describe relationship to Issuer ⁽¹⁾

(1) Indicate if Related Person

7. Details of the steps taken by the Issuer to ensure that the vendor has good title to the assets being acquired: N/A

8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the acquisition (including warrants, options, etc.):

(a) Details of any dealer, agent, broker or other person receiving compensation in connection with the acquisition (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer): N/A

(b) Cash N/A

(c) Securities N/A

(d) Other N/A

(e) Expiry date of any options, warrants etc. N/A

(f) Exercise price of any options, warrants etc. N/A

9. State whether the sales agent, broker or other person receiving compensation in connection with the acquisition is a Related Person or has any other relationship with the Issuer and provide details of the relationship. N/A
10. If applicable, indicate whether the acquisition is the acquisition of an interest in property contiguous to or otherwise related to any other asset acquired in the last 12 months. N/A

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance on behalf of the Issuer.
2. As of the date hereof there is not material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to CNSX that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all CNSX Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 9 Notice of Private Placement is true.

Dated January 20, 2017.

Eric A. Adams
Name of Director or Senior
Officer

"Eric Adams"
Signature

President & CEO
Official Capacity