FORM 13-501F1
CLASS 1 REPORTING ISSUERS AND CLASS 3B REPORTING ISSUERS – PARTICIPATION FEE

MANAGEMENT CERTIFICATION

I, John Fong   , an officer of the reporting issuer noted below have examined this Form 13-501F1 (the **Form**) being submitted hereunder to the Alberta Securities Commission and certify that to my knowledge, having exercised reasonable diligence, the information provided in the Form is complete and accurate.

(s) "John Fong"   November 29, 2022

Name: John Fong   Date:

Title: Chief Financial Officer

Reporting Issuer Name: Numinus Wellness Inc.

End date of previous financial year: August 31, 2022

Type of Reporting Issuer: [×] Class 1 reporting   [   ] Class 3B reporting
                                                 issuer   issuer

Highest Trading Marketplace: Toronto Stock Exchange

Market value of listed or quoted equity securities:

Equity Symbol   NUMI

1st Specified Trading Period (dd/mm/yy)   01/09/21   to   30/11/21

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

$ 0.6000
(i)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

(ii)   203,782,229

(i) x (ii)

Market value of class or series

(A) $ 122,269,337.4

2nd Specified Trading Period (dd/mm/yy)   01/12/21   to   28/02/22

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

(iii) $ 0.5300

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

(iv)   206,441,391

(iii) x (iv)

Market value of class or series

(B) $ 109,413,937.23

3rd Specified Trading Period (dd/mm/yy)   01/03/22   to   31/05/22

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

(v) $ 0.3850

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

(vi)   208,650,250

(v) x (vi)

Market value of class or series

(C) $ 80,330,346.25

4th Specified Trading Period (dd/mm/yy)   01/06/22   to   31/08/22

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

$ _____ 0.3600
(vii)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

_____ 256,237,380
(viii)

(vii) x (viii) $ _____ 92,245,456.8
Market value of class or series   (D)

5th Specified Trading Period (dd/mm/yy)   n/a   to   n/a

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

$ _____ n/a _____
(ix)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

_____ n/a _____
(x)

(ix) x (x) $ _____ n/a _____
Market value of class or series   (E)

Average Market Value of Class or Series (Calculate the simple average of the market value of the class or series of security for each applicable specified trading period (i.e. A through E above))

$ _____ 101,064,769.42
(1)

(Repeat the above calculation for each other class or series of equity securities of the reporting issuer (and a subsidiary, if applicable) that was listed or quoted on a marketplace at the end of the previous financial year)

Market value of listed or quoted equity securities:

Equity Symbol	NUMI.WT.B

1st Specified Trading Period (dd/mm/yy)   01/09/21 _____ to _____ 30/11/21 _____

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace
$ _____ 0.1
(i)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period
_____ 9,472,683
(ii)

Market value of class or series   (i) x (ii) $ _____ 947,268.30
(A)

2nd Specified Trading Period (dd/mm/yy)   _____ 01/12/21 _____ to _____ 28/02/22 _____

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace
$ _____ 0.09
(i)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period
_____ 9,472,683
(ii)

Market value of class or series   (i) x (ii) $ _____ 852,541.47
(B)

3rd Specified Trading Period (dd/mm/yy)   _____ 01/03/22 _____ to _____ 31/05/22 _____

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace
$ _____ 0.015
(i)

Number of securities in the class or series of such security outstanding at the end of the
_____ 9,472,683
(ii)

last trading day of the specified trading period

Market value of class or series	(i) x (ii)	$ (C)	142,090.25

4th Specified Trading Period (dd/mm/yy)   01/06/22   to   31/08/22

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

$ _____ 0.015
(i)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

_____ 9,472,683
(ii)

Market value of class or series	(i) x (ii)	$ (D)	142,090.25

Average Market Value of Class or Series (Calculate the simple average of the market value of the class or series of security for each applicable specified trading period (i.e. A through D above))

$ 520,997.57

Market value of listed or quoted equity securities:

Equity Symbol	NUMI.WT.C

1st Specified Trading Period (dd/mm/yy)   01/09/21   to   30/11/21

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

$ _____ 0.08
(i)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

_____ 16,100,000
(ii)

Market value of class or series   (i) x (ii) $ _____ 1,288,000.00
(A)

2nd Specified Trading Period (dd/mm/yy)   01/12/21   to   28/02/22

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

$ _____ 0.05
(i)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

_____ 16,100,000
(ii)

Market value of class or series   (i) x (ii) $ _____ 805,000.00
(B)

3rd Specified Trading Period (dd/mm/yy)   01/03/22   to   31/05/22

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

$ _____ 0.025
(i)

Number of securities in the class or series of such security outstanding at the end of the

_____ 16,100,000
(ii)

last trading day of the specified trading period

| Market value of class or series | (i) x (ii) | $ 402,500.00 |
| | | (C) |

4th Specified Trading Period (dd/mm/yy)   01/06/22   to   31/08/22

Closing price of the security in the class or series on the last trading day of the specified trading period in which such security was listed or quoted on the highest trading marketplace

$ 0.015
(i)

Number of securities in the class or series of such security outstanding at the end of the last trading day of the specified trading period

16,100,000
(ii)

| Market value of class or series | (i) x (ii) | $ 241,500.00 |
| | | (D) |

Average Market Value of Class or Series (Calculate the simple average of the market value of the class or series of security for each applicable specified trading period (i.e. A through D above)) $ 684,250.00

Fair value of outstanding debt securities:

(Provide details of how value was determined) $ _____ n/a _____
                                                   (2)

Capitalization for the previous financial year   (1) + (2) $ _____ 102,270,016.99 _____

Participation Fee $ _____ 6,500.0000 _____

Late Fee, if applicable $ _____

Total Fee Payable $ _____ 6,500.0000 _____
(Participation Fee plus Late Fee)