
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

Form 6-K

**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

For the month of **July, 2021**.

Commission File Number: **001-40065**

IM Cannabis Corp.

(Exact Name of Registrant as Specified in Charter)

Kibbutz Glil Yam, Central District, Israel 4690500

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): _____

Note: Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): _____

Note: Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's "home country"), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

EXHIBIT INDEX

| | |
|----------------------|--|
| 99.1 | Form 9 - Notice of Issuance or Proposed Issuance of Listed Securities dated July 9, 2021 |
| 99.2 | News Release dated July 13, 2021 |

FORM 9

NOTICE OF ISSUANCE OR PROPOSED ISSUANCE OF LISTED SECURITIES
(or securities convertible or exchangeable into listed securities)

| | |
|-----------------------------------|------------|
| Name of Listed Issuer: | Symbol(s): |
| IM Cannabis Corp. (the "Issuer"). | IMCC |

Date: July 9, 2021

Is this an updating or amending Notice: Yes No

If yes provide date(s) of prior Notices: _____.

Issued and Outstanding Securities of Issuer Prior to Issuance: 57,083,034 common shares

Pricing

Date of news release announcing proposed issuance: April 1, 2021 or

Date of confidential request for price protection: N/A

Closing Market Price on Day Preceding the news release: \$8.86 or

Day preceding request for price protection: _____

Closing

Number of securities to be issued: 10,073,436 common shares

Issued and outstanding securities following issuance: 67,156,470 common shares

Instructions:

1. For private placements (including debt settlement), complete tables 1A and 1B in Part 1 of this form.
2. Complete Table 1A - Summary for all purchasers, excluding those identified in Item 8.
3. Complete Table 1B - Related Persons only for Related Persons
4. If shares are being issued in connection with an acquisition (either as consideration or to raise funds for a cash acquisition) please proceed to Part 2 of this form.
5. An 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 - Notice of Proposed Transaction
6. Post the completed Form 9 to the CSE website in accordance with *Policy 6 - Distributions*. In addition, the completed form must be delivered to listings@thecse.com with an appendix that includes the information in Table 1B for ALL places.

Part 1. Private Placement

Table 1A - Summary

| Each jurisdiction in which purchasers reside | Number of Purchasers | Price per Security | Total dollar value (CDN\$) raised in the jurisdiction |
|--|----------------------|--------------------|---|
| | | | |
| | | | |
| Total number of purchasers: | | | |
| Total dollar value of distribution in all jurisdictions: | | | |

Table 1B - Related Persons

| Full Name & Municipality of Residence of Placee | Number of Securities Purchased or to be Purchased | Purchase price per Security (CDN\$) | Conversion Price (if Applicable) (CDN\$) | Prospectus Exemption | Total Securities Previously Owned, Controlled or Directed | Payment Date(1) | Describe relationship to Issuer (2) |
|---|---|-------------------------------------|--|----------------------|---|-----------------|-------------------------------------|
| | | | | | | | |
| | | | | | | | |
| | | | | | | | |

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.

- Total amount of funds to be raised: N/A
- 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. N/A

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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 of the debt agreement(s) or and the agreement to exchange the debt for securities: N/A
5. Description of securities to be issued:
- (a) Class N/A
 - (b) Number N/A
 - (c) Price per security N/A
 - (d) Voting rights N/A
6. Provide the following information if warrants, (options) or other convertible securities are to be issued:
- (a) Number N/A
 - (b) Number of securities eligible to be purchased on exercise of warrants (or options) N/A
 - (c) Exercise price N/A
 - (d) Expiry date N/A
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, and 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

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- (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, 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 National Instrument 45-102 Resale of Securities.

N/A

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Part 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: The Issuer acquired MYM Nutraceuticals Inc. ("MYM") pursuant to an arrangement agreement (the "Arrangement Agreement") dated March 31, 2021 among the Issuer, MYM and the Issuer's wholly-owned subsidiary Trichome Financial Corp. (the "Transaction"). MYM is a Canadian cultivator, processor, and distributor of premium cannabis via its two wholly owned subsidiaries - SublimeCulture Inc., in Laval, QC and Highland Grow Inc., in Antigonish, NS. The Transaction will further enhance the Issuer's distribution capabilities, fast-track its entrance into new markets and results in additional opportunities to export premium cannabis products to Israel and Germany. Pursuant to the Transaction, shareholders of MYM received 0.022 common shares of the Issuer for each common share of MYM (the "Consideration").
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: Pursuant to the Arrangement Agreement, the Issuer acquired MYM by way of a court-approved plan of arrangement under the Business Corporations Act (British Columbia). The Transaction required the approval of: (i) two-thirds of the votes cast by shareholders of MYM; and (ii) 50%+1 of the MYM shareholders, excluding interested persons in accordance with Multilateral Instrument 61-101, in each case at a special meeting of shareholders of MYM that took place on July 5, 2021. MYM's directors and officers and Biome Grow Inc., which collectively held approximately 43% of the outstanding common shares of MYM, have each entered into lock-up agreements restricting the resale of the common shares of the Issuer acquired by such individuals upon closing of the Transaction to a staggered 1/6 release per month of such shares for a period of 6 months.
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: 10,073,436 common shares, 19,800 replacement options to purchase common shares, 608,400 replacement warrants to purchase common shares and 103,064 lender warrants to purchase common shares.

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- (d) Other: N/A
- (e) Expiry date of options, warrants, etc. if any: (i) Replacement options to purchase 19,800 common shares of the Issuer with expiry dates ranging from February 11, 2022 to September 27, 2022; (ii) replacement warrants to purchase 608,400 common shares of the Issuer with exercise dates ranging from January 11, 2022 to December 19, 2022; and (iii) lender warrants to purchase 103,064 common shares of the Issuer with an expiry date of July 9, 2024.
- (f) Exercise price of options, warrants, etc. if any: (i) Replacement options at an exercise price of \$34.55 per common share; (ii) replacement warrants with exercise prices ranging from \$6.25 to \$32.27 per common share; and (iii) lender warrants with an exercise price of \$7.51.
- (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).

Arm's length negotiation.

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 | Total Securities, Previously Owned, Controlled or Directed by Party | Describe relationship to Issuer ⁽¹⁾ |
|---|--|-----------------------------------|----------------------------------|----------------------|---|--|
| MYM Shareholders | 9,002,532 common shares | \$6.26 | N/A | NI 45-106, s.2.11 | Unknown | Arm's length |
| 1909203 Ontario Inc. | 1,021,102 common shares | \$5.32 | N/A | NI 45-106, s.2.14 | 0 | Arm's length |

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| | | | | | | |
|------------------------------------|--|--------|--------|-------------------|---------|--------------|
| 1909203 Ontario Inc. | 103,064 common share purchase warrants | N/A | \$7.51 | NI 45-106, s.2.14 | 0 | Arm's length |
| Desjardins Capital Markets Inc. | 49,802 common shares | \$6.26 | N/A | NI 45-106, s.2.14 | Unknown | Arm's length |

(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 Customary representations and warranties in the Arrangement Agreement and management's financial and legal due diligence.
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, and if a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer):
In connection with transaction advisory services, Desjardins Capital Markets Inc. received 49,802 common shares of the Issuer.
- (b) Cash N/A
- (c) Securities 49,802 common shares
- (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

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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 Issuer has obtained the express written consent of each applicable individual to:
 - (a) the disclosure of their information to the Exchange pursuant to this Form or otherwise pursuant to this filing; and
 - (b) the collection, use and disclosure of their information by the Exchange in the manner and for the purposes described in Appendix A or as otherwise identified by the Exchange, from time to time
4. The undersigned hereby certifies to the Exchange 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 Exchange Requirements (as defined in CSE Policy 1).
5. All of the information in this Form 9 Notice of Issuance of Securities is true.

Dated July 13, 2021

Oren Shuster
Name of Director or Senior Officer

"Oren Shuster"
Signature

Chief Executive Officer
Official Capacity

Appendix A

PERSONAL INFORMATION COLLECTION POLICY REGARDING FORM 9

The Canadian Securities Exchange and its subsidiaries, affiliates, regulators and agents (collectively, "CSE or the "Exchange") collect and use the information (which may include personal or other information) which has been provided in Form 9 for the following purposes:

- To determine whether an individual is suitable to be associated with a Listed Issuer;
- To determine whether an issuer is suitable for listing;
- To determine whether allowing an issuer to be listed or allowing an individual to be associated with a Listed Issuer could give rise to investor protection concerns or could bring the Exchange into disrepute;
- To conduct enforcement proceedings;
- To ensure compliance with Exchange Requirements and applicable securities legislation; and
- To fulfil the Exchange's obligation to regulate its marketplace.

The CSE also collects information, including personal information, from other sources, including but not limited to securities regulatory authorities, law enforcement and self-regulatory authorities, regulation service providers and their subsidiaries, affiliates, regulators and agents. The Exchange may disclose personal information to these entities or otherwise as provided by law and they may use it for their own investigations.

The Exchange may use third parties to process information or provide other administrative services. Any third party will be obliged to adhere to the security and confidentiality provisions set out in this policy.

All personal information provided to or collected by or on behalf of The Exchange and that is retained by The Exchange is kept in a secure environment. Only those employees who need to know the information for the purposes listed above are permitted access to the information or any summary thereof. Employees are instructed to keep the information confidential at all times.

Information about you that is retained by the Exchange and that you have identified as inaccurate or obsolete will be corrected or removed.

If you wish to consult your file or have any questions about this policy or our practices, please write the Chief Privacy Officer, Canadian Securities Exchange, 220 Bay Street - 9th Floor, Toronto, ON, M5J 2W4.



IM Cannabis Provides Business, Legal and Regulatory Update

- *IMC subsidiary, Adjupharm, to expand German product portfolio with unique strains via supply agreements with The Green Organic Dutchman and Natural MedCo*
- *German Brand Institute awards IMC with the "German Brand Award 2021" for the Company's successful market launch campaign*
- *Israeli Ministerial Committee on Legislative Affairs approves bill for legalization of CBD and decriminalization of cannabis consumers on July 11th*

Toronto, Canada; Bad Oldesloe, Germany; and Glil Yam, Israel - July 13, 2021 - IM Cannabis Corp. ("IMC" or the "Company") (CSE: IMCC, NASDAQ: IMCC), a multi-country operator ("MCO") in the medical and adult-use recreational cannabis sector with operations in Israel, Germany and Canada, is pleased to provide a business, legal and regulatory update on its operations in Germany and Israel.

Update on Operations in Germany

The Company's EU GMP-certified German subsidiary, Adjupharm GmbH ("Adjupharm"), has entered into two new medical cannabis supply agreements that will broaden its product portfolio and provide a greater base from which to distribute medical cannabis across the EU.

Details on Adjupharm's two new supply agreements are as follows:

- **The Green Organic Dutchman Holdings Ltd. ("TGOD")** During the initial two-year term of this supply agreement (the "TGOD Agreement"), Adjupharm will add TGOD's organic strains to Adjupharm's portfolio, ordering a minimum of 300 kg in the first year and a 400 kg minimum in the second year, subject to appropriate regulatory approvals. Under the TGOD Agreement, TGOD will supply medical cannabis for an Adjupharm-exclusive strain to be launched in Germany later this year.
- **Natural MedCo Ltd. ("NMC")** During the initial three-year term of this agreement (the "NMC Agreement" and together with the TGOD Agreement, the "Supply Agreements"), Adjupharm will order up to 660 kg of NMC's EU-GMP-certified medical cannabis strains. These strains will be new offerings in the German market. Adjupharm has an option under the NMC Agreement to increase the quantity of medical cannabis to be supplied and to include additional strains. Adjupharm expects the NMC products delivered under the NMC Agreement to launch in Germany in the second half of 2021.

Adjupharm has binding sales agreements with distribution partners, reaching over 6,000 pharmacies, to support its growing product portfolio for the German market and positioning it as one of the only German distributors with a curated product portfolio of premium, high-THC, high-CBD and balanced strains, some of which are exclusive. All strains adhere to stringent pharmaceutical standards for import into Germany.

"As a company that is deeply focused on its patients and their wellbeing, it's important that we continue to enhance our product portfolio by establishing key strategic relationships with proven leaders in the cannabis industry," said Oren Shuster, CEO, IMC. "With Adjupharm signing new supply agreements with TGOD and Natural MedCo, we are well-positioned to satisfy the unique health needs of our German patients by sourcing high quality, consistent medical cannabis strains to be used as treatment for specific ailments."

"We continue to thoughtfully and meticulously choose our supply partners based on our industry expertise and in-depth knowledge of the German market," added Richard Balla, CEO, Adjupharm. "We are committed to providing our German physicians with the best available medical cannabis strains in the world to ensure that they can help their patients to achieve a superior quality of life."

German Brand Award 2021

IMC is pleased to announce that the German Brand Institute has selected IMC's brand launch campaign as a recipient of the "German Brand Award 2021," one of the most influential marketing awards in Germany. The award recognizes IMC's excellence in brand strategy and creation, communication and integrated marketing.

Update on Operations in Israel

- **Regulatory Update:** On July 11, a bill for the legalization of CBD and decriminalization of cannabis consumers received the approval of the Ministerial Committee on Legislative Affairs, and is expected to be put to a preliminary reading in Israeli parliament later this week. The descheduling of CBD from the Israeli Dangerous Drugs Ordinance, paves the way for its consumption as a consumer product in several product categories such as food supplements, cosmetics and oils. This bill also represents a practical step towards legalization of cannabis, a goal that the new coalition government committed to as part of its election campaign.¹
- **Planning and Construction Legal Proceedings Update:** As previously disclosed in the Company's annual information form dated April 26, 2021, in December 2020 Focus Medical Herbs Ltd. ("Focus Medical"), a company over which the Company maintains "de facto" control, was advised by the municipal committee presiding over planning and construction in southern Israel (the "Construction Committee") that it was the subject of certain allegations regarding inadequate permitting for construction relating to its cultivation facilities. On July 11th IMC was first informed that the Construction Committee initiated legal proceedings against Focus Medical, Oren Shuster, and certain other shareholders and stakeholders of Focus Medical (the "Construction Proceedings"). Currently, the Company does not expect a material impact on the licensing or normal course operations of Focus Medical due to the Construction Proceedings. The Company, Focus Medical and Mr. Shuster are cooperating in all respects with the Construction Proceedings. The Company will continue to provide updates on material developments.

¹ <https://www.xn--4dbcyzi5a.com/wp-content/uploads/2021/07/Decriminalization-Bill-2021.pdf>

About IM Cannabis Corp.

IMC is an MCO in the medical and adult-use recreational cannabis sector, headquartered in Israel and with operations in Israel, Germany and Canada. Over the past decade, the Company believes that the IMC brand has become synonymous with quality and consistency in the Israeli medical cannabis market. The Company has also expanded its business to offer intellectual property-related services to the medical cannabis industry.

In Europe, IMC operates through Adjupharm, a German-based subsidiary and EU-GMP-certified medical cannabis distributor. IMC's European presence is augmented by strategic alliances with various pan-European EU-GMP cultivators and distributors to capitalize on the increased demand for medical cannabis products in Europe and bring the IMC brand and its product portfolio to European patients.

In Canada, IMC operates through Trichome JWC Acquisition Corp. d/b/a JWC. JWC is a licensed producer located in Kitchener, Ontario, selling cannabis flower, pre-rolls, hash and kief in the Canadian recreational cannabis market under the JWC and WAGNERS brands. JWC operates with high standards for providing clean, consistent, aeroponically-grown premium cannabis products to medical patients and the adult-use market throughout Canada and the world. IMC also operates MYM Nutraceuticals Inc. ("MYM") and its licensed producer subsidiary, Highland Grow Inc.

About The Green Organic Dutchman Holdings Ltd.

TGOD is a premium certified organically grown cannabis company focused on the health and wellness market. Its organic cannabis is cultivated in living soil, as nature intended. TGOD is committed to cultivating a better tomorrow by producing its products responsibly, with less waste and impact on the environment. Its Canadian facilities have been built to LEED certification standards and its products are sold in recyclable packaging. In Canada, TGOD sells dried flower and oil, and recently launched a series of next-generation cannabis products such as hash, vapes, organic teas and dissolvable powders. Through its European subsidiary, HemPoland, TGOD also distributes premium hemp CBD oil and CBD-infused topicals in Europe. By leveraging science and technology, TGOD harnesses the power of nature from seed to sale.

TGOD's Common Shares and warrants issued under the indentures dated December 19, 2019, June 12, 2020, October 23, 2020, and December 10, 2020 trade on the TSX under the symbol "TGOD", "TGOD.WS", "TGOD.WR", "TGOD.WA", and "TGOD.WB" respectively, and TGODF trades in the US on the OTCQX. For more information on The Green Organic Dutchman Holdings Ltd., please visit www.tgod.ca.

About Natural MedCo Ltd.

NMC holds cultivation and processing licenses under the *Cannabis Act* (Canada) for the production and sale of various cannabis products, including dried cannabis, cannabis plants and extraction of cannabis oil and has received EU GMP certification. NMC was Canada's first female-founded licensed producer of medicinal marijuana and received its cultivation license from Health Canada in 2016. NMC is led by a team of agricultural experts and has a licensed 1,000,000 sq. ft. greenhouse located in Strathroy, Ontario, Canada.

NMC is a wholly owned subsidiary of Eve & Co Inc ("Eve"). Eve trades on the TSX-V under the symbol EVE and on the OTCQX in the US under the symbol EEVVF. For more information on Eve, please visit the Company's website at www.evecannabis.ca

Disclaimer for Forward-Looking Statements

This press release contains "forward-looking information" and "forward-looking statements" within the meaning of applicable Canadian and United States securities laws (collectively, "forward-looking information"). Forward-looking information are often, but not always, identified by the use of words such as "seek", "anticipate", "believe", "plan", "estimate", "expect", "likely" and "intend" and statements that an event or result "may", "will", "should", "could" or "might" occur or be achieved and other similar expressions. Forward-looking information in this press release includes, without limitation, statements relating to the Supply Agreements, including with respect to quality, quantities, strains, timing and exclusivity of medical cannabis to be delivered to Adjupharm, the Company entering into future supply agreements, the Company being able to increase its product portfolio, the timing and nature of the legalization by Israeli parliament of certain cannabis products, the scheduled court date in respect of the Construction Proceedings, adverse consequences and any impact on Focus Medical's license and operations as a result of the Construction Proceedings and the Company's business and strategic plans.

Forward-looking information is based on assumptions that may prove to be incorrect, including but not limited to the ability of the Company to execute its business plan, the continued growth of the medical and/or recreational cannabis markets in the countries in which the Company operates or intends to operate, the Company maintaining "de facto" control over Focus Medical Herbs Ltd. ("Focus Medical") in accordance with IFRS 10, Focus Medical maintaining its existing Israeli medical cannabis propagation and cultivation licenses and the expected decriminalization and/or legalization of adult-use recreational cannabis in Israel. The Company considers these assumptions to be reasonable in the circumstances. However, forward-looking information is subject to business and economic risks and uncertainties and other factors that could cause actual results of operations to differ materially from those expressed or implied in the forward-looking information. Such risks include, without limitation: the effectiveness of certain medical cannabis strains to treat specific ailments and improve quality of life for patients; the Company's inability to capture the benefits associated with its acquisitions of Trichome Financial Inc. and MYM Nutraceuticals Inc.; unexpected disruptions to the operations and businesses of the Company and/or Focus Medical as a result of the COVID-19 global pandemic or other disease outbreaks including a resurgence in the cases of COVID-19; the Israeli government deciding to delay or abandon the decriminalization and/or legalization of adult-use recreational cannabis; any bill relating to the decriminalization and/or legalization of adult-use recreational cannabis in Israel being rejected by Israeli parliament; any change in the political environment which would negatively affect the decriminalization and/or legalization of adult-use recreational cannabis in Israel; engaging in activities considered illegal under United States federal law; the ability of the Company to comply with applicable government regulations in a highly regulated industry; unexpected changes in governmental policies and regulations affecting the production, distribution, manufacture or use of medical cannabis in Israel, Germany, or any other foreign jurisdictions in which the Company intends to operate; unexpected changes in governmental policies and regulations affecting the production, distribution, manufacture or use of adult-use recreational cannabis in Canada; any failure of the Company to maintain "de facto" control over Focus Medical in accordance with IFRS 10; the Company and Focus Medical having to rely on third party cannabis producers to supply Adjupharm and Focus Medical with product to successfully fulfill previously announced sales agreements and purchase commitments; the ability of Focus Medical and Adjupharm to deliver on their sales commitments; the risk that regulatory authorities in Israel may view the Company as the deemed owner of more than 5% of Focus Medical in contravention to Israeli rules restricting the ownership of Israeli cannabis cultivators and thereby jeopardizing Focus Medical's cannabis propagation or cultivation licenses; any unexpected failure of Focus Medical to renew its propagation or cultivation licenses with the Israeli Ministry of Health, including any adverse consequences as a result of the Construction Proceedings; any unexpected failure of Focus Medical to maintain any of its commercial facilities or land lease agreements, including as a result of the Construction Proceedings; any unexpected failure of Adjupharm to renew its production, wholesale, narcotics handling or import/export licenses, permits, certificates or approvals; the Company's reliance on management; the lack of merger and acquisition opportunities; inconsistent public opinion and perception regarding the use of cannabis; perceived effects of medical cannabis products; the Company's ability to maintain or improve the brand position of the IMC brand in the Israeli and German medical cannabis markets; political instability and conflict in the Middle East; adverse market conditions; the inherent uncertainty of production and cost estimates and the potential for unexpected costs and expenses; costs of inputs; crop failures; litigation; currency fluctuations; competition; industry consolidation; failure to meet NASDAQ's continued listing requirements; and loss of key management and/or employees.

For more information:

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