

NOTIFICATION OF LATE FILING

Name of the Issuer: Thoughtful Brands Inc

Check One: ☒ Annual Report ☐ Quarterly Report ☐ Interim Report

For Period Ended: December 31, 2020

Address of Principal Executive Office:
800-1199 West Hastings Street
vancouver, BC
V6E 3T5

Reason for Delay in Posting Financial Report: State below in reasonable detail why the Annual/Quarterly Report could not be filed within the prescribed time period.

The majority of the Required Filings have been prepared, but the Company is unable to complete and file such materials as a result of delays associated with collection of the required data and documentation to complete the audit of the Company and its various subsidiaries. Restrictions on travel resulting from the ongoing COVID-19 pandemic have limited access to operations in the United States and Europe. The Company is continuing to work with its auditors to complete the required audit work, and the Company expects being in a position to file the Required Filings no later than May 14, 2021.

Please find attached Schedule "A" for full description of late filing.

Anticipated Filing Date:

[Please note that the filing of this notification grants issuers 5 additional calendar days to post a Quarterly or Interim Report and 15 calendar days to post an Annual Report.]
May 14, 2021

Person to contact regarding this notification:

Date: May 3, 2021
Signature: /s/ Joel Shacker
Name: Joel Shacker
Title: President

Officer/Director Signature:

Date: May 3, 2021
Signature: /s/ Geoff Balderson
Name: Geoff Balderson
Title: CFO

Instructions to post Notification of Late Filing in www.OTCIQ.com:

1. Fill out this Notification of Late Filing form and convert the file to a PDF
2. Log in to www.OTCIQ.com and click "Add Financial Report" on the left hand navigation
3. Select Dissemination Date "Immediate"
4. Under Report Type, select "Notification of Late Filing"
5. Enter Period End Date corresponding to the quarter/fiscal year end date for which this Notice is being filed
6. Click "Browse" and select the PDF saved in step 1 above.
7. A preview of the document will appear next. Please make sure to review the entire document & scroll down to click the "**Submit**" button. Your Notification of Late Filing will appear within a few minutes on otcmarkets.com

Alternative Reporting companies on the Pink Current tier may utilize the Notification of Late Filing to receive the extension. The Notification must be submitted by the applicable reporting deadline to qualify for the extension.

OTCQB and OTCQX non-SEC reporting companies may also post this document to remain compliant with OTC reporting requirements.

Conditional Filing Relief for Companies Affected by the Coronavirus: *Issuer must specifically disclose a summary of why relief is needed in the Notification of Late Filing in order to receive the 45 day extension.*

THOUGHTFUL BRANDS INC. ANNOUNCES DELAY OF FILINGS

Vancouver, British Columbia, Canada – April 29, 2021 – **Thoughtful Brands Inc.** (CSE: TBI), (OTCQB: PEMTF), (FWB: 1WZ1) (the “**Company**”) announces that it is anticipating a delay in filing its audited financial statements for the year ended December 31, 2020, and the related management’s discussion and analysis, and CEO and CFO certifications (collectively, the “**Required Filings**”), which are required to be filed on or before April 30, 2021.

In connection with the anticipated delay, the Company has applied to the applicable Canadian securities regulators requesting that a voluntary management cease trade order (“**MCTO**”) be imposed to restrict trading in the Company’s securities by insiders of the Company, as opposed to a general cease trade order, which would restrict all trading in the Company’s securities. If granted, the MCTO will be in effect until the Required Filings are filed or until it is revoked or varied.

The majority of the Required Filings have been prepared, but the Company is unable to complete and file such materials as a result of delays associated with collection of the required data and documentation to complete the audit of the Company and its various subsidiaries. Restrictions on travel resulting from the ongoing COVID-19 pandemic have limited access to operations in the United States and Europe. The Company is continuing to work with its auditors to complete the required audit work, and the Company expects being in a position to file the Required Filings no later than May 14, 2021.

The Company confirms that it intends to satisfy the provisions of the alternative information guidelines described in sections 9 and 10 of National Policy 12-203 – *Management Cease Trade Orders* for so long as it remains in default of the requirement to file the Required Filings. The Company has not taken any steps towards any insolvency proceeding and the Company has no material information to release to the public. The Company has made the foregoing representations in accordance with the requirements of applicable securities laws.

About Thoughtful Brands Inc.

Thoughtful Brands Inc. is an eCommerce direct-to-consumer CBD and natural health products company that researches, develops, markets and distributes products in North America.

Thoughtful Brands Inc.

Ryan Hoggan
Chief Executive Officer

FOR MORE INFORMATION, PLEASE CONTACT:

Joel Shacker, President at 604-423-4733 or by email at info@thoughtful-brands.com

Cautionary Disclaimer Statement:

The Canadian Securities Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of the content of this news release.

Information set forth in this news release contains forward-looking statements that are based on assumptions as of the date of this news release. These statements reflect management's current estimates, beliefs, intentions, and expectations. They are not guarantees of future performance. The Company cautions that all forward-looking statements are inherently uncertain, and that actual performance may be affected by a number of material factors, many of which are beyond the Company's control. Such factors include, among other things: risks and uncertainties relating to the Company's limited operating history and the need to comply with strict regulatory regulations. Accordingly, actual and future events, conditions and results may differ materially from the estimates, beliefs, intentions and expectations expressed or implied in the forward-looking information. Except as required under applicable securities legislation, the Company undertakes no obligation to publicly update or revise forward-looking information.