

| OMB APPROVAL | |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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|--|--|---|
| 1. Name and Address of Reporting Person* <u>NIFFENEGGER KATHI</u> (Last) (First) (Middle) <u>C/O EDESA BIOTECH, INC.</u> <u>100 SPY COURT</u> (Street) <u>MARKHAM A6 L3R 5H6</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>Edesa Biotech, Inc. [EDSA]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Financial Officer</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>11/02/2022</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|------------------------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Shares | 11/02/2022 | | A | | 8,888 | A | \$1.125 ⁽¹⁾ | 10,715 | I | By Trust |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|----------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | | | | | | Title |
| Common Share Warrants (Right to Buy) ⁽²⁾ | \$1.5 | 11/02/2022 | | A | | 4,444 | | (2) | (2) | Common Shares | 4,444 | (1) | 4,444 | I | By Trust |
| Common Share Warrants (Right to Buy) ⁽³⁾ | \$1 | 11/02/2022 | | A | | 4,444 | | (3) | (3) | Common Shares | 4,444 | (1) | 4,444 | I | By Trust |

Explanation of Responses:

- The reported securities are included within 8,888 Common Shares purchased by the reporting person for \$1.1250 per Common Share. Each Common Share includes the purchase of one-half of a Class A Warrant to purchase one Common Share, and one-half of a Class B Warrant to purchase one Common Share.
- Consists of Class A Warrants to purchase Common Shares. The Class A Warrants are exercisable on the date that is the earlier to occur of 60 days from the closing date of the offering and the date a Registration Statement covering the resale of the Common Shares and Common Shares issuable upon exercise of the Warrants is declared effective (the "Initial Exercise Date") and will expire three years after the Initial Exercise Date.
- Consists of Class B Warrants to purchase Common Shares. The Class B Warrants are exercisable on the Initial Exercise Date and will expire 12 months after the Initial Exercise Date.

/s/ Kathi Niffenegger 11/04/2022

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.