

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: Veritas Pharma Inc. (the "Issuer").

Trading Symbol: VRT

Date: February 23, 2018

1. New Options Granted:

Date of Grant: February 20, 2018

Name of Optionee	Position (Director/ Officer/ Employee/ Consultant/ Management Company)	Insider Yes Or No?	No. of Optioned Shares	Exercise Price	Expiry Date	No. of Options Granted in Past 12 Months
1002349 BC Ltd	Consultant	N	400,000	\$0.65	February 19, 2019	300,000
Yari Nieken	Director	Y	400,000	\$0.65	February 19, 2019	100,000
482130 BC Ltd ¹	Officer	Y	400,000	\$0.65	February 19, 2019	400,000
Donald Carlow	Director	Y	150,000	\$0.65	February 19, 2019	100,000
Bianca Nieken	Consultant	N	250,000	\$0.65	February 19, 2019	0
Isidora Alonso	Consultant	N	400,000	\$0.65	February 19, 2019	0

Total Number of optioned shares proposed for acceptance: 2,000,000

¹ 482130 BC Ltd is a company owned by David Alexander, the Chief Financial Officer of Veritas Pharma Inc.

2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares ⁽¹⁾	Exercise Price	Original Date of Grant	Expiry Date
Tina Rickbeil	100,000	\$0.50	March 3, 2017	March 3, 2018
Pinto Ventures Ltd.	350,000	\$0.50	March 3, 2017	March 3, 2018
482130 B.C. Ltd	400,000	\$0.50	March 3, 2017	March 3, 2018
Gary Klassen	100,000	\$0.81	November 28,2017	November 28, 2018
Tina Rickbeil	100,000	\$0.81	November 28,2017	November 28, 2018
Rob Dawson	100,000	\$0.81	November 28,2017	November 28, 2018
558396 BC Ltd	300,000	\$0.64	December 21, 2017	December 21, 2018
Linda Sampson	250,000	\$0.64	December 21, 2017	December 21, 2018
Tribeca Capital Partners Ltd.	100,000	\$0.64	December 21, 2017	December 21, 2018
Arlene Alexander	200,000	\$0.64	December 21, 2017	December 21, 2018
Malcolm Scott Alexander	100,000	\$0.64	December 21, 2017	December 21, 2018
Donald Ross Carlow	100,000	\$0.64	December 21, 2017	December 21, 2018
Corey Klassen	60,000	\$0.64	December 21, 2017	December 21, 2018
Saman Eskadari	45,000	\$0.80	January 5, 2018	January 5, 2019
558396 BC Ltd	200,000	\$0.80	January 5, 2018	January 5, 2019
Franciosi Consulting Inc.	300,000	\$0.80	January 5, 2018	January 5, 2019
1002349 BC Ltd	100,000	\$0.80	January 5, 2018	January 5, 2019
Paradigm Shift Investments Ltd.	100,000	\$0.80	January 5, 2018	January 5, 2019
Tribeca Capital Partners	100,000	\$0.80	January 5, 2018	January 5, 2019
Brian O Connor	200,000	\$0.80	January 5, 2018	January 5, 2019
Corey Klassen	40,000	\$0.80	January 5, 2018	January 5, 2019

(1) Set out number of optioned shares for each grant with different terms.

3. Additional Information

- (a) If shareholder approval was required for the grant of options (including prior approval of a stock option plan), state the date that the shareholder meeting approving the grant was or will be held. **Not applicable**
- (b) State the date of the news release announcing the grant of options. **February 21, 2018**

- (c) State the total issued and outstanding share capital at the date of grant or amendment. **55,310,186**
- (d) State, as a percentage of the issued and outstanding shares of the Issuer indicated in (c) above, the aggregate number of shares that are subject to incentive stock options, including new options, amended options and other presently outstanding options. **9.66%**
- (e) If the new options are being granted pursuant to a stock option plan, state the number of remaining shares reserved for issuance under the plan. **186,019**
- (f) If the Issuer has completed a public distribution of its securities within 90 days of the date of grant, state the per share price paid by the public investors. **Not applicable**
- (g) Describe the particulars of any proposed material changes in the affairs of the Issuer. **Not applicable**

4. 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.
2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.
3. 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 CNSX Policy 1).

4. All of the information in this Form 11 Notice of Proposed Stock Option Grant or Amendment is true.

Dated February 23, 2018.

David Alexander
Name of Director or Senior
Officer

"David Alexander"
Signature

Chief Financial Officer
Official Capacity