

# FORM 11

## NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: Liht Cannabis Corp. (the "Issuer").

Trading Symbol: LIHT

Date: April 22, 2019

**1. New Options Granted:**

Date of Grant: April 22, 2019

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
N. Rivera	Officer	Yes	750,000	\$0.22	April 22, 2024	250,000
E. Choi	Employee	No	240,000	\$0.22	April 22, 2024	75,000

Total Number of optioned shares proposed for acceptance: 990,000

**New RSUs Granted**

Date of Grant: April 22, 2019

Name of RSU holder	Position (Director/ Officer/ Employee/ Consultant/ Management Company)	Insider Yes or No?	No. of RSU Shares	Deemed Price	Expiry Date	No. of RSU Granted in Past 12 Months
M. LeBlanc	Director	Yes	4,300,000	\$0.22	April 22, 2020	-
V. Holdings International Inc.	Director	Yes	3,600,000	\$0.22	April 22, 2020	-
R. Huhn	Director	Yes	3,000,000	\$0.22	April 22, 2020	-
H. Pannu	Officer	Yes	1,000,000	\$0.22	April 22, 2020	-

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N. Rivera	Officer	Yes	1,000,000	\$0.22	April 22, 2020	-
C. Hamilton	Employee	No	3,900,000	\$0.22	April 22, 2020	-
K. Keating	Employee	No	1,000,000	\$0.22	April 22, 2020	-
A. Hodgson	Employee	No	500,000	\$0.22	April 22, 2020	-
E. Parana	Employee	No	400,000	\$0.22	April 22, 2020	-
E. Choi	Employee	No	400,000	\$0.22	April 22, 2020	-
J.L. Osayande	Employee	No	150,000	\$0.22	April 22, 2020	-
R. George	Employee	No	40,000	\$0.22	April 22, 2020	-
J. George	Employee	No	40,000	\$0.22	April 22, 2020	-
J. Hunter	Employee	No	20,000	\$0.22	April 22, 2020	-
N. Costello	Employee	No	20,000	\$0.22	April 22, 2020	-
W. Capital	Consultant	No	1,400,000	\$0.22	April 22, 2020	-
A. Capital Corp.	Consultant	No	1,000,000	\$0.22	April 22, 2020	-
J. Tyls	Consultant	No	400,000	\$0.22	April 22, 2020	-
G. Cipes	Consultant	No	200,000	\$0.22	April 22, 2020	-
L. Sampson	Consultant	No	100,000	\$0.22	April 22, 2020	-
R. Wolfe	Consultant	No	100,000	\$0.22	April 22, 2020	-
P. Hornby	Consultant	No	50,000	\$0.22	April 22, 2020	-
H. Dekker	Consultant	No	50,000	\$0.22	April 22, 2020	-
J. Matthews	Consultant	No	50,000	\$0.22	April 22, 2020	-
A. Sanders	Consultant	No	50,000	\$0.22	April 22, 2020	-
E. Group	Consultant	No	50,000	\$0.22	April 22, 2020	-

Total Number of RSU shares proposed for acceptance: 22,820,000 .

**2. Other Presently Outstanding Options:**

Name of Optionee	No. of Optioned Shares <sup>(1)</sup>	Exercise Price	Original Date of Grant	Expiry Date
N.Rivera	250,000	\$0.24	March 21, 2019	March 21, 2024
E.Choi	75,000	\$0.22	April 1, 2019	April 1, 2024
D. Osadchuk	2,000,000	\$0.27	March 3, 2019	March 3, 2021
L.Tsprailis	2,000,000	\$0.27	March 3, 2019	March 3, 2021
Wildhorse Capital	400,000	\$0.27	March 3, 2019	March 3, 2021
M. Leblanc	950,000	\$0.27	March 3, 2019	March 3, 2021
E. Parana	100,000	\$0.27	March 3, 2019	March 3, 2021
K. Keating	300,000	\$0.27	March 3, 2019	March 3, 2021
R. George	54,600	\$0.27	March 3, 2019	March 3, 2021
J. George	54,600	\$0.27	March 3, 2019	March 3, 2021

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D. Baklasharian	60,000	\$0.27	March 3, 2019	March 3, 2021
R. Mohamed	2,000,000	\$0.27	March 3, 2019	March 3, 2021
A. Hodgson	500,000	\$0.27	March 3, 2019	March 3, 2021
A. Arora	100,000	\$0.27	March 3, 2019	March 3, 2021
R. Gill	100,000	\$0.27	March 3, 2019	March 3, 2021
L. Sampson	1,200,000	\$0.27	March 3, 2019	March 3, 2021
J. Osayande	50,000	\$0.27	March 3, 2019	March 3, 2021
R. Wolfe	500,000	\$0.27	March 3, 2019	March 3, 2021
H. Pannu	850,000	\$0.27	March 3, 2019	March 3, 2021
G. Cipes	60,000	\$0.27	March 3, 2019	March 3, 2021
J.Tyls	200,000	\$0.27	March 3, 2019	March 3, 2021
A. Sanders	60,000	\$0.27	March 3, 2019	March 3, 2021
H. Dekker	60,000	\$0.27	March 3, 2019	March 3, 2021
J. Matthews	60,000	\$0.27	March 3, 2019	March 3, 2021
R. Huhn	550,000	\$0.27	March 3, 2019	March 3, 2021
Dr. P. Hornby	60,000	\$0.27	March 3, 2019	March 3, 2021
Dr. E. Group	60,000	\$0.27	March 3, 2019	March 3, 2021
D. Osadchuk	600,000	\$0.245	Jan 8, 2020	Jan 8, 2021
L.Tsprailis	600,000	\$0.245	Jan 8, 2020	Jan 8, 2021
H. Pannu	745,000	\$0.26	Oct 4, 2018	Oct 4, 2020
J. Schuck	100,000	\$0.26	Oct 4, 2018	Oct 4, 2020
D. Brown	100,000	\$0.26	Oct 4, 2018	Oct 4, 2020
E. Parana	200,000	\$0.26	Oct 4, 2018	Oct 4, 2020
M. Gonzales	20,000	\$0.26	Oct 4, 2018	Oct 4, 2020
J. Martinez	20,000	\$0.26	Oct 4, 2018	Oct 4, 2020
L. Richards	20,000	\$0.26	Oct 4, 2018	Oct 4, 2020
E. Brown	20,000	\$0.26	Oct 4, 2018	Oct 4, 2020
K. Keating	400,000	\$0.26	Oct 4, 2018	Oct 4, 2020
J. Hunter	50,000	\$0.26	Oct 4, 2018	Oct 4, 2020
N. Costello	50,000	\$0.26	Oct 4, 2018	Oct 4, 2020
R. George	50,000	\$0.26	Oct 4, 2018	Oct 4, 2020
J. George	50,000	\$0.26	Oct 4, 2018	Oct 4, 2020
D. Balakrishnan	100,000	\$0.26	Oct 4, 2018	Oct 4, 2020
R. Purdy	220,000	\$0.26	Oct 4, 2018	Oct 4, 2020
L. Hogg	20,000	\$0.26	Oct 4, 2018	Oct 4, 2020
N. Langlands-Kotnik	50,000	\$0.26	Oct 4, 2018	Oct 4, 2020
Frontier Marketing	300,000	\$0.26	Oct 4, 2018	Oct 4, 2020
B. Barnes	50,000	\$0.26	Oct 4, 2018	Oct 4, 2020
R. Romaniuk	20,000	\$0.26	Oct 4, 2018	Oct 4, 2020
R. Mohamed	745,000	\$0.26	Oct 4, 2018	Oct 4, 2020

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Linda Sampson	745,000	\$0.26	Oct 4, 2018	Oct 4, 2020
J. Osayande	100,000	\$0.26	Oct 4, 2018	Oct 4, 2020
S. Wolfe	20,000	\$0.26	Oct 4, 2018	Oct 4, 2020
S. Ludwig	20,000	\$0.26	Oct 4, 2018	Oct 4, 2020
R. Wolfe	400,000	\$0.26	Oct 4, 2018	Oct 4, 2020
C. Klassen	900,000	\$0.26	Oct 4, 2018	Oct 4, 2020
B. Sampson	20,000	\$0.26	Oct 4, 2018	Oct 4, 2020
G. Cipes	300,000	\$0.26	Oct 4, 2018	Oct 4, 2020
C. McMann	50,000	\$0.26	Oct 4, 2018	Oct 4, 2020
P. McMann	50,000	\$0.26	Oct 4, 2018	Oct 4, 2020
S. Kramer	50,000	\$0.26	Oct 4, 2018	Oct 4, 2020
T. Herold	50,000	\$0.26	Oct 4, 2018	Oct 4, 2020
C. Hamilton	200,000	\$0.26	Oct 4, 2018	Oct 4, 2020
J. Tyls	300,000	\$0.26	Oct 4, 2018	Oct 4, 2020
A. Sanders	100,000	\$0.26	Oct 4, 2018	Oct 4, 2020
H. Dekker	100,000	\$0.26	Oct 4, 2018	Oct 4, 2020
J. Matthews	100,000	\$0.26	Oct 4, 2018	Oct 4, 2020
R. Huhn	200,000	\$0.26	Oct 4, 2018	Oct 4, 2020
Dr. Hornby	100,000	\$0.26	Oct 4, 2018	Oct 4, 2020
C. Lovig	200,000	\$1.02	June 26, 2017	June 26, 2019
S. Bommarito	500,000	\$0.56	March 5, 2018	March 5, 2020
J. Osayande	50,000	\$0.71	March 5, 2018	March 5, 2020
E. Group	100,000	\$0.29	October 30, 2018	October 20, 2020
<b>Total</b>	<b>21,839,200</b>			

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

**Other Presently Outstanding RSUs:**

Name of Optionee	No. of RSU Shares <sup>(1)</sup>	Deemed Price	Original Date of Grant	Expiry Date
NONE				

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**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.

The grant of options pursuant to the Issuer's Share Option Plan was approved by the shareholders at the Company's annual and special general meeting held on December 17, 2018.

- (b) State the date of the news release announcing the grant of options.

April 22, 2019

- (c) State the total issued and outstanding share capital at the date of grant or amendment.

246,920,842

- (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.

Aggregate stock options is 9.25% of the total issued and outstanding shares of the Issuer.

Aggregate RSUs is 9.24% of the total issued and outstanding shares of the Issuer.

- (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.

2 remaining shares reserved for issuance under the Option Plan; and  
9,202 remaining shares reserved for issuance under the RSU Plan.

- (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.

\$0.20 per share

- (g) Describe the particulars of any proposed material changes in the affairs of the Issuer.

There are no proposed material changes in the affairs of the Issuer which have not been publicly disclosed.

**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 April 22, 2019.

Nilda Rivera  
Name of Director or Senior Officer

"Nilda Rivera"  
Signature

CFO  
Official Capacity