

FORM 11

NOTICE OF STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: The Yield Growth Corp. (the "Issuer").

Trading Symbol: BOSS

Date: January 8, 2019

1. New Options Granted:

Date of Grant: January 8, 2019

| Name of Optionee | Position (Director/ Officer/ Employee/ Consultant/ Management Company) | Insider Yes or No? | No. of Optione d Shares | Exercise Price | Expiry Date ⁽¹⁾ | No. of Options Granted in Past 12 Months |
|---------------------------------|---|--------------------------|----------------------------------|-------------------|-------------------------------|---|
| Employee Grant (10) | Employee | N | 100,000 | \$0.51 | January 8, 2024 | 953,800 |
| Consultant Grant (8) | Consultant | N | 120,000 | \$0.51 | January 8, 2024 | 290,700 |
| Director & Officer Grant (7) | Director & Officer | Y | 70,000 | \$0.51 | January 8, 2024 | 4,564,000 |

Note:

- (1) Or earlier in accordance with the Issuer's incentive stock option plan (the "Plan"). The Plan states that if a director, officer, employee or consultant ceases to be engaged by the Issuer for any reason other than death, such director, officer, employee or consultant shall have the right to exercise any vested options granted to him and not exercised prior to such termination within 90 days after the date of termination, or such shorter period as may be set out in his written agreement.

Total Number of optioned shares proposed for acceptance: 290,000.

2. Other Presently Outstanding Options:

| Name of Optionee | No. of Optioned Shares ⁽¹⁾ | Exercise Price | Original Date of Grant | Expiry Date ⁽¹⁾ |
|------------------|---|-------------------|------------------------|----------------------------|
| Former Director | 100,000 | \$0.10 | June 1, 2017 | June 1, 2022 |
| Employee | 400,000 | \$0.10 | October 16, 2017 | October 16, 2022 |

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|--|-------------------|--------|-------------------|-------------------|
| Consultant | 200,000 | \$0.10 | November 17, 2017 | November 17, 2022 |
| Consultants | 100,000 | \$0.10 | November 22, 2017 | November 22, 2022 |
| Director | 1,000,000 | \$0.15 | January 8, 2018 | January 8, 2023 |
| Former Employee | 50,000 | \$0.15 | January 30, 2018 | January 29, 2019 |
| Employee | 200,000 | \$0.40 | January 30, 2018 | January 30, 2023 |
| Consultant | 787,500 | \$0.60 | February 9, 2018 | January 28, 2019 |
| Consultant | 150,000 | \$0.15 | February 9, 2018 | January 28, 2019 |
| Consultant | 100,000 | \$0.15 | February 9, 2018 | January 28, 2019 |
| Consultant | 400,000 | \$0.40 | February 13, 2018 | February 13, 2023 |
| Officer | 1,000,000 | \$0.40 | February 16, 2018 | February 16, 2023 |
| Officer of Subsidiary | 200,000 | \$0.40 | February 17, 2018 | February 17, 2023 |
| Employee | 100,000 | \$0.40 | February 26, 2018 | February 26, 2023 |
| Various Employees, Consultants, Directors and Officers | 1,450,000 | \$0.40 | February 28, 2018 | February 28, 2023 |
| Consultant | 400,000 | \$0.40 | March 5, 2018 | March 5, 2023 |
| Employees | 200,000 | \$0.40 | March 8, 20018 | March 8, 2023 |
| Consultant | 200,000 | \$0.40 | March 21, 20018 | March 21, 2023 |
| Consultant | 40,000 | \$0.40 | March 22, 20018 | March 22, 2023 |
| Consultants | 400,000 | \$0.50 | April 15, 2018 | April 15, 2023 |
| Consultant | 100,000 | \$0.50 | April 25, 2018 | April 25, 2023 |
| Officer | 300,000 | \$0.40 | April 30, 2018 | April 30, 2023 |
| Consultant | 200,000 | \$0.50 | May 1, 2018 | May 1, 2023 |
| Consultant | 25,000 | \$0.50 | June 21, 2018 | June 21, 2023 |
| Consultant | 30,000 | \$0.50 | July 9, 2018 | July 9, 2023 |
| Various Employees, Consultants, Directors and Officers | 18,500 | \$0.25 | August 15, 2018 | August 15, 2023 |
| Consultant | 100,000 | \$0.50 | October 1, 2018 | October 1, 2023 |
| Employee | 10,000 | \$0.50 | October 31, 2018 | October 31, 2023 |
| Various Employees, Consultants, Directors and Officers | 1,890,000 | \$0.23 | December 17, 2018 | December 17, 2023 |
| Total: | 10,151,000 | | | |

Note:

(1) Please see footnote to the table in item 1.

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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. Shareholder approval was not required.
- (b) State the date of the news release announcing the grant of options. Not applicable.
- (c) State the total issued and outstanding share capital at the date of grant or amendment. 73,654,234
- (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. 14.8% consisting of the 290,000 new options and 10,151,000 presently outstanding options.
- (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. The Plan does not state a maximum number of shares that may be reserved for issuance, so there are an unlimited number of shares reserved for issuance under the 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. The Issuer sold 4,481,500 units December 13, 2018 at \$0.50 per share.
- (g) Describe the particulars of any proposed material changes in the affairs of the Issuer. There are no proposed material changes to the Issuer's affairs.

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.

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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 January 8, 2019.

Penny Green
Name of Director or Senior
Officer

"Penny Green"
Signature

President, CEO and a Director
Official Capacity