

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: PUDO Inc. (the "Issuer").

Trading Symbol: PDO

Date: October 30, 2017

1. New Options Granted:

Date of Grant: October 27, 2017

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
Tomas F. Bijou	Director	Yes	45,000	\$1.30	26Oct2022	18,000
Murray Cooke	Director	Yes	45,000	\$1.30	26Oct2022	15,000
Ian McDougall	Director	Yes	45,000	\$1.30	26Oct2022	15,000
Howard Westerman	Director	Yes	45,000	\$1.30	26Oct2022	15,000
Richard Cooper	Director	Yes	45,000	\$1.30	26Oct2022	21,000
Kurtis Arnold	CEO/Director	Yes	675,000	\$1.30	26Oct2022	78,000
Frank Coccia	Founder/Chief Strategy Officer	Yes	525,000	\$1.30	26Oct2022	
Matthew McDonough	Chief Operating Officer	Yes	525,000	\$1.30	26Oct2022	25,000
John Clarke	VP Sales & Marketing	Yes	200,000	\$1.30	26Oct2022	
Chris McMullen	VP Finance	Yes	370,000	\$1.30	26Oct2022	55,000
Douglas Baker	Chief Financial Officer	Yes	170,000	\$1.30	26Oct2022	20,000

Total Number of optioned shares proposed for acceptance: 2,690,000.

2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares ⁽¹⁾	Exercise Price	Original Date of Grant	Expiry Date
Howard Westerman	12,000	\$2.25	Dec 1, 2015	See below ⁽¹⁾
Thomas Bijou	15,000	\$2.25	Dec 1, 2015	See below ⁽¹⁾
Richard Cooper	15,000	\$2.25	Dec 1, 2015	See below ⁽¹⁾
Kurtis Arnold	15,000	\$2.25	Dec 1, 2015	See below ⁽¹⁾
Ian A. McDougall	12,000	\$2.25	Dec 1, 2015	See below ⁽¹⁾
Doug Baker	20,000	\$1.20	July 12,2017	August 31, 2020
Chris McMullen	55,000	\$1.20	July 12,2017	August 31, 2020
Kurtis Arnold	60,000	\$1.20	July 12,2017	August 31, 2020
Mathew McDonough	25,000	\$1.20	July 12,2017	August 31, 2020
Jess Turner	30,000	\$1.20	July 12,2017	August 31, 2020
Karen Speight	5,000	\$1.20	July 12,2017	August 31, 2020
Jeremy McClean	5,000	\$1.20	July 12,2017	August 31, 2020
Sajjad Malik	5,000	\$1.20	July 12,2017	August 31, 2020
Robert Coccia	5,000	\$1.20	July 12,2017	August 31, 2020
Michael Clark	5,000	\$1.20	July 12,2017	August 31, 2020
Michael Costello	5,000	\$1.20	July 12,2017	August 31, 2020
Richard Cooper	21,000	\$1.20	July 12,2017	August 31, 2020
Kurtis Arnold	18,000	\$1.20	July 12,2017	August 31, 2020
Thomas Bijou	18,000	\$1.20	July 12,2017	August 31, 2020
Ian McDougall	15,000	\$1.20	July 12,2017	August 31, 2020
Howard Westerman	15,000	\$1.20	July 12,2017	August 31, 2020
Murray Cook	15,000	\$1.20	July 12,2017	August 31, 2020

(1) 1/4 of the Optioned Shares shall vest immediately and expire on December 1, 2017, 1/4 of the Optioned Shares shall vest on March 1, 2016 and expire on March 1, 2018, 1/4 of the Optioned Shares shall vest on June 1, 2016 and expire on June 1, 2018 and the remaining 1/4 of the Options Shares shall vest on September 1, 2016 and expire on September 1, 2018.

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. **September 6, 2017**
- (b) State the date of the news release announcing the grant of options. **October 30, 2017**
- (c) State the total issued and outstanding share capital at the date of grant or amendment. **18,925,633**
- (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. **16.28%**
- (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. **704,127**
- (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.
- (g) Describe the particulars of any proposed material changes in the affairs of the Issuer.

The team announced changes to their senior leadership team effective October 6, 2017. Thomas Bijou was appointed Chairman of the Board of Directors. Officers appointed: CEO-Kurtis Arnold; CSO-Frank Coccia; COO-Matthew McDonough.

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 October 30, 2017.

Kurtis Arnold
Name of Director or Senior Officer

/s/ Kurtis Arnold
Signature

Director-CEO
Official Capacity