

# FORM 11

## NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: FinCanna Capital Corp. (the "Issuer").

Trading Symbol: CALI

Date: September 20, 2019

### 1. New Options Granted:

Date of Grant: September 19, 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
Director	Director	Yes	250,000	\$0.25	September 19, 2024	Nil

Total Number of optioned shares proposed for acceptance: 250,000.

## 2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares <sup>(1)</sup>	Exercise Price	Original Date of Grant	Expiry Date
Director	500,000	\$0.30	July 6, 2017	July 6, 2022
Officer	500,000	\$0.30	July 6, 2017	July 6, 2022
Advisor	350,000	\$0.30	July 6, 2017	July 6, 2022
Director	350,000	\$0.30	July 6, 2017	July 6, 2022
Advisor	200,000	\$0.30	July 6, 2017	July 6, 2022
Advisor	100,000	\$0.30	July 6, 2017	July 6, 2022
Advisor	100,000	\$0.30	July 6, 2017	July 6, 2022
Officer	75,000	\$0.30	July 6, 2017	July 6, 2022
Consultant	75,000	\$0.30	July 6, 2017	July 6, 2022
Consultant	100,000	\$0.30	July 6, 2017	July 6, 2022
Director	1,000,000	\$0.50	December 27, 2017	December 27, 2022
Officer	1,000,000	\$0.50	December 27, 2017	December 27, 2022
Advisor	250,000	\$0.50	December 27, 2017	December 27, 2022
Director	250,000	\$0.50	December 27, 2017	December 27, 2022
Advisor	150,000	\$0.50	December 27, 2017	December 27, 2022
Officer	100,000	\$0.50	December 27, 2017	December 27, 2022
Consultant	100,000	\$0.50	December 27, 2017	December 27, 2022
Consultant	200,000	\$0.50	December 27, 2017	December 27, 2022
Consultant	300,000	\$0.50	December 27, 2017	December 27, 2022
Advisor	200,000	\$0.30	August 29, 2018	August 29, 2023
Director	250,000	\$0.30	August 29, 2018	August 29, 2023
Advisor	150,000	\$0.30	September 21, 2018	September 21, 2023
Advisor	200,000	\$0.25	April 30, 2019	April 30, 2024
Advisor	200,000	\$0.25	April 30, 2019	April 30, 2024

(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.

N/A

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

N/A

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

99,289,734

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- (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.

6.9%

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- (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.

2,978,973

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- (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.

N/A

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

N/A

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#### 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 September 20, 2019 .

Jeff Dare

Name of Director or Senior  
Officer

"Jeff Dare"

Signature

Corporate Secretary

Official Capacity