

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: AREV Brands International Ltd. (the "Issuer").

Trading Symbol: AREV

Date: May 2, 2019

1. New Options Granted:

Date of Grant: May 2, 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
R & C JOB Holdings Inc.	Director	Yes	1,500,000	\$0.325	May 2, 2024	0
Catalyst X Media Corp.	Consultant	No	500,000	\$0.325	May 2, 2024	0
Shaxon Enterprises Ltd.	Consultant	No	950,000	\$0.325	May 2, 2024	0
Neil Wills	Consultant	No	50,000	\$0.325	May 2, 2024	0
Chijioke Okafo	Consultant	Yes	50,000	\$0.325	May 2, 2024	0
Denby Greenslade	Officer	Yes	100,000	\$0.325	May 2, 2024	100,000

Total Number of optioned shares proposed for acceptance: 3,150,000

2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares ⁽¹⁾	Exercise Price	Original Date of Grant	Expiry Date
Guy Dancosse	100,000	\$0.25	Sept.18, 2017	Sept. 18, 2022
Adrian Wade	50,000	\$0.49	Dec. 7, 2017	Dec. 7, 2022
Christina Juneau	50,000	\$0.49	Dec. 7, 2017	Dec. 7, 2022
Patrick Cote	100,000	\$0.40	Sept. 14, 2018	Sept. 14, 2023
Momentum Public Relations Inc.	300,000	\$0.40	Sept. 14, 2018	Sept. 14, 2023
Adrian Wade	25,000	\$0.40	Sept. 14, 2018	Sept. 14, 2023
Scott Davis	75,000	\$0.40	Sept. 14, 2018	Sept. 14, 2023
Jean Francois Morrisson	500,000	\$0.40	Sept. 14, 2018	Sept. 14, 2023
Robert Ginnetti	100,000	\$0.40	Sept. 14, 2018	Sept. 14, 2023
Nils Rehmann	100,000	\$0.40	Sept. 14, 2018	Sept. 14, 2023
Stephane Maher	100,000	\$0.40	Sept. 14, 2018	Sept. 14, 2023
Denby Greenslade	100,000	\$0.40	Sept. 14, 2018	Sept. 14, 2023
Nils Rehmann	200,000	\$0.325	Sept 20, 2018	Sept. 20, 2023
Robert Ginnetti	100,000	\$0.325	Sept 20, 2018	Sept. 20, 2023
Tiffany Poettcker	500,000	\$0.41	Nov. 9, 2018	Nov. 9, 2023
Leo Ford	100,000	\$0.24	Feb. 12, 2019	Feb 12, 2024
Jean Francois Morrisson	100,000	\$0.22	April 25, 2019	April 25, 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: June 29, 2018
- (b) State the date of the news release announcing the grant of options: May 2, 2019
- (c) State the total issued and outstanding share capital at the date of grant or amendment: 53,713,507

- (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: 10%
- (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: 221,351
- (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
- (g) Describe the particulars of any proposed material changes in the affairs of the Issuer: N/A

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 May 2, 2019

MIKE WITHROW
Name of Director or Senior
Officer

“Mike Withrow”
Signature

DIRECTOR
Official Capacity