

# FORM 11

## NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: Yooma Wellness Inc. (the "Issuer").

Trading Symbol: YOOM

Date: November 5, 2021

### 1. New Options Granted:

Date of Grant: N/A

| Name of Optionee | Position<br>(Director/<br>Officer/<br>Employee/<br>Consultant/<br>Management<br>Company) | Insider<br>Yes or<br>No? | No. of<br>Optioned<br>Shares | Exercise<br>Price | Expiry<br>Date | No. of<br>Options<br>Granted in<br>Past 12<br>Months |
|------------------|------------------------------------------------------------------------------------------|--------------------------|------------------------------|-------------------|----------------|------------------------------------------------------|
|                  |                                                                                          |                          |                              |                   |                |                                                      |
|                  |                                                                                          |                          |                              |                   |                |                                                      |
|                  |                                                                                          |                          |                              |                   |                |                                                      |

Total Number of optioned shares proposed for acceptance: N/A.

### 2. Options Cancelled:

Date of Cancellation: November 5, 2021

| Name of Optionee | No. of Options<br>Cancelled | Exercise<br>Price | Original Date<br>of Grant | Original<br>Expiry Date |
|------------------|-----------------------------|-------------------|---------------------------|-------------------------|
| Lorne Abony      | 5,850,000                   | \$0.90            | Sept 3, 2021              | Sept 2, 2031            |
| Jordan Greenberg | 1,075,000                   | \$0.90            | Sept 3, 2021              | Sept 2, 2031            |
| Mark Elfenbein   | 150,000                     | \$0.90            | Sept 3, 2021              | Sept 2, 2031            |
| Ron Wardle       | 75,000                      | \$0.84            | Feb 10, 2021              | Sept 13, 2021           |

Total number of options cancelled: 7,150,000.

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### 3. Other Presently Outstanding Options:

| Name of Optionee   | No. of Optioned Shares | Exercise Price | Original Date of Grant | Expiry Date   |
|--------------------|------------------------|----------------|------------------------|---------------|
| Anthony Lacavera   | 41,250                 | \$5.00         | June 8, 2018           | Jan 1, 2025   |
| Anthony Lacavera   | 12,500                 | \$5.00         | June 8, 2018           | April 1, 2025 |
| Anthony Lacavera   | 25,000                 | \$5.00         | June 8, 2018           | June 8, 2025  |
| Jordan Greenberg   | 1,350,000              | \$0.84         | Feb 10, 2021           | Feb 10, 2031  |
| Scott Seder        | 75,000                 | \$0.90         | Sept 3, 2021           | Sept 2, 2031  |
| Hayden Sawyer      | 20,000                 | \$0.90         | Sept 3, 2021           | Sept 2, 2031  |
| James Lawson Baker | 100,000                | \$0.90         | Sept 3, 2021           | Sept 2, 2031  |
| Rachael Kropp      | 10,000                 | \$0.90         | Sept 3, 2021           | Sept 2, 2031  |
| Nate Scoles        | 10,000                 | \$0.90         | Sept 3, 2021           | Sept 2, 2031  |
| Blaise Hartman     | 10,000                 | \$0.90         | Sept 3, 2021           | Sept 2, 2031  |
| Joel Smith         | 10,000                 | \$0.90         | Sept 3, 2021           | Sept 2, 2031  |

### 4. Other Presently Outstanding Deferred Share Units:

| Name of DSU Holder | No. of DSUs | Share Price Used for Issuance | Expiry Date |
|--------------------|-------------|-------------------------------|-------------|
| Lorne Abony        | 79,174      | \$1.24                        | N/A         |
| Antonio Costanzo   | 56,906      | \$1.24                        | N/A         |
| Anthony Lacavera   | 71,751      | \$1.24                        | N/A         |
| Simon Dryan        | 45,500      | \$0.90                        | N/A         |

**4. 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**

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

**N/A**

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

**100,471,266**

- (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.

|                                                           |              |
|-----------------------------------------------------------|--------------|
| <b>Aggregate Shares Subject to Options:</b>               | <b>1.66%</b> |
| <b>Aggregate Shares Subject to DSUs:</b>                  | <b>0.25%</b> |
| <b>Aggregate Shares Subject to All Equity Incentives:</b> | <b>1.91%</b> |

- (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.

**N/A**

- (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.

**August 10, 2021: \$0.90/share**

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

**N/A**

**5. Certificate of Compliance:**

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 November 5, 2021.

Jordan Greenberg

Name of Director or Senior  
Officer

(Signed) "Jordan Greenberg"

Signature

Chief Executive Officer

Official Capacity