

FORM 11

**NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT**

Name of Listed Issuer: BioHarvest Sciences Inc. the "Issuer").

Trading Symbol: BHSC

Date: February 3, 2021

**1. New Options Granted:**

Date of Grant: January 29, 2021

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
Krembo Rebels Limited	<b>Consultant</b>	No	100,000	\$0.43	Jan 29, 2031	0
Yehuda Adi Adler	<b>Consultant</b>	No	25,000	\$0.43	Jan 29, 2031	0
Tal Soffer	<b>Consultant</b>	No	15,000	\$0.43	Jan 29, 2031	0
Simple Stuff Limited	<b>Consultant</b>	No	35,000	\$0.43	Jan 29, 2031	0
Commerce Garage Inc.	<b>Consultant</b>	No	50,000	\$0.43	Jan 29, 2031	0
Yarden Sillas	<b>Consultant</b>	No	10,000	\$0.43	Jan 29, 2031	0
Noa Roitenberg	<b>Consultant</b>	No	10,000	\$0.43	Jan 29, 2031	0

Total Number of optioned shares proposed for acceptance: 245,000

**2. Other Presently Outstanding Options:**

<b>Name of Optionee</b>	<b>No. of Optioned Shares<sup>(1)</sup></b>	<b>Exercise Price</b>	<b>Original Date of Grant</b>	<b>Expiry Date</b>
Shalom Harel	100,000	\$0.36	12-Jan-21	12-Jan-31
Dr. Dennis Goodman	300,000	\$0.36	12-Jan-21	12-Jan-31
Justin Meiklem	300,000	\$0.36	12-Jan-21	12-Jan-31
Laura Shoheit	15,000	\$0.36	12-Jan-21	12-Jan-31
Motele Shpiegler	50,000	\$0.36	12-Jan-21	12-Jan-31
Gisele Joubin	50,000	\$0.19	24-Dec-20	24-Dec-30
Nathaniel Averill	1,500,000	\$0.19	24-Dec-20	24-Dec-30
Yael Morowati	250,000	\$0.19	24-Dec-20	24-Dec-30
Malkit Azachi	1,000,000	\$0.19	24-Dec-20	24-Dec-30
Sharon Vigodman	250,000	\$0.19	24-Dec-20	24-Dec-30
Orly Lifshitz	75,000	\$0.19	24-Dec-20	24-Dec-30
Raya Schleizer	75,000	\$0.19	24-Dec-20	24-Dec-30
Batya Marko	75,000	\$0.19	24-Dec-20	24-Dec-30
Michael Hoss	100,000	\$0.19	24-Dec-20	24-Dec-30
Itay Tal	10,000	\$0.19	24-Dec-20	24-Dec-30
Adam Kalmovich	500,000	\$0.19	24-Dec-20	24-Dec-30
Bar Moreh	200,000	\$0.19	24-Dec-20	24-Dec-30
Dana Ben Noon	50,000	\$0.19	24-Dec-20	24-Dec-30
Michal Sapir	500,000	\$0.19	24-Dec-20	24-Dec-30
Shay Katz	100,000	\$0.19	24-Dec-20	24-Dec-30
Petty Zelikman	75,000	\$0.19	24-Dec-20	24-Dec-30
Ami Azulay	25,000	\$0.19	24-Dec-20	24-Dec-30
Marina Orenstrach	25,000	\$0.19	24-Dec-20	24-Dec-30
Moshe Marko	20,000	\$0.19	24-Dec-20	24-Dec-30
Itzhak Sofer	10,000	\$0.19	24-Dec-20	24-Dec-30
Gal Amrani	10,000	\$0.19	24-Dec-20	24-Dec-30
Yoav Roth	75,000	\$0.19	24-Dec-20	24-Dec-30

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Liron Carmel	150,000	\$0.19	24-Dec-20	24-Dec-30
Roberto Chait	400,000	\$0.135	06-Nov-20	06-Nov-30
David Brady	250,000	\$0.135	06-Nov-20	06-Nov-30
Rhona Applebaum	300,000	\$0.135	06-Nov-20	06-Nov-30
David Ryan	150,000	\$0.15	10-Sep-20	10-Sep-30
Jake Fiddick	150,000	\$0.15	10-Sep-20	10-Sep-30
Vivien Rakib	150,000	\$0.15	10-Sep-20	10-Sep-30
Alan Rootenberg	250,000	\$0.15	10-Sep-20	10-Sep-30
Yochi Hagay	11,910,000	\$0.15	29-Jul-20	29-Jul-30
David Ryan	250,000	\$0.15	29-Jul-20	29-Jul-30
Jake Fiddick	250,000	\$0.15	29-Jul-20	29-Jul-30
Liron Carmel	250,000	\$0.15	29-Jul-20	29-Jul-30
Ilan Sobel	18,098,196	\$0.14	09-Jun-20	09-Jun-30
Eitan Popper	10,858,917	\$0.15	10-Jun-20	10-Jun-30
Gisele Joubin	50,000	\$0.15	10-Jun-20	10-Jun-30
Bar Moreh	100,000	\$0.15	10-Jun-20	10-Jun-30

(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. **The Company's stock option plan was approved by its shareholders at the Company's Annual Meeting on March 30, 2020**
- (b) State the date of the news release announcing the grant of options. **January 29, 2021**
- (c) State the total issued and outstanding share capital at the date of grant or amendment. **413,452,755**
- (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. **11.98%**
- (e) If the new options are being granted pursuant to a stock option plan, state the

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number of remaining shares reserved for issuance under the plan. **12,465,800**

- (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. **Not Applicable**
- (g) Describe the particulars of any proposed material changes in the affairs of the Issuer. **Not Applicable**

#### **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. 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).
3. All of the information in this Form 11 Notice of Proposed Stock Option Grant or Amendment is true.

Dated February 3, 2021.

David Ryan  
Name of Director or Senior Officer

"David Ryan"  
Signature

Vice President of Investor Relations  
Official Capacity