

FORM 11

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

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

Trading Symbol: BHSC

Date: March 22, 2024

**1. New Options Granted:**

Date of Grant: March 22, 2024

<b>Name of Optionee</b>	<b>Position (Director/ Officer/ Employee/ Consultant/ Management Company</b>	<b>Insider Yes or No?</b>	<b>No. of Optioned Shares</b>	<b>Exercise Price</b>	<b>Expiry Date</b>	<b>No. of Options Granted in Past 12 Months</b>
Matthew Zrebiec	Consultant	No	300,000	\$0.285	March 24, 2027	0
Mike Huckabee	Consultant	No	500,000	\$0.285	June 24, 2027	0
Jon Schulber	Consultant	No	200,000	\$0.285	March 22, 2034	0
Jesse Epstein	Consultant	No	50,000	\$0.285	March 22, 2034	0
Roberto Chait	Consultant	No	150,000	\$0.285	March 22, 2034	0
Anna Tenstam	Consultant	No	100,000	\$0.285	March 22, 2034	0
Zouheir Bahloul	Consultant	No	20,000	\$0.285	March 22, 2034	10,000
Ran Kapri	Employee	No	175,000	\$0.285	March 22, 2034	0
Orli Lifshitz	Employee	No	50,000	\$0.285	March 22, 2034	0
Yalana Soroska	Employee	No	30,000	\$0.285	March 22, 2034	0
Anni Zanzuri	Employee	No	65,000	\$0.285	March 22, 2034	0
Marina Orenstrach	Employee	No	25,000	\$0.285	March 22, 2034	0
Hanna Garrufi	Employee	No	25,000	\$0.285	March 22, 2034	0
Alex Barbarove	Employee	No	15,000	\$0.285	March 22, 2034	0

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Adi Kedem	Employee	No	50,000	\$0.285	March 22, 2034	0
Sharona Berko	Employee	No	125,000	\$0.285	March 22, 2034	0
Ofir Scheter	Employee	No	10,000	\$0.285	March 22, 2034	0
Nikita Putkin	Employee	No	10,000	\$0.285	March 22, 2034	0
Omer Slomo	Employee	No	10,000	\$0.285	March 22, 2034	0
Raya Schlizer	Employee	No	40,000	\$0.285	March 22, 2034	0
Michal Sapir	Employee	No	100,000	\$0.285	March 22, 2034	0
Bar Moreh	Employee	No	100,000	\$0.285	March 22, 2034	0
Ilana Belzer	Officer	Yes	150,000	\$0.285	March 22, 2034	1,000,000
Malkit Azachi	Employee	No	150,000	\$0.285	March 22, 2034	0

Total Number of optioned shares proposed for acceptance: **2,450,000**

**2. Other Presently Outstanding Options:**

Name of Optionee	No. of Optioned Shares <sup>(1)</sup>	Exercise Price	Original Date of Grant	Expiry Date
Itay Malrose	100,000	\$0.225	February 20, 2024	February 20, 2034
MZ Group	476,000	\$0.225	February 20, 2024	February 20, 2034
Peter Sugarman	300,000	\$0.21	December 15, 2023	December 15, 2033
Zahi Sarusi	150,000	\$0.20	December 8, 2023	December 8, 2033
Rotem Mizrachi	30,000	\$0.20	December 8, 2023	December 8, 2033
Omri Ovad	30,000	\$0.20	December 8, 2023	December 8, 2033
Ami Azulay	10,000	\$0.20	December 8, 2023	December 8, 2033
Shay Behor	15,000	\$0.20	December 8, 2023	December 8, 2033
Max Broslav	15,000	\$0.20	December 8, 2023	December 8, 2033
David Gasanov	25,000	\$0.20	December 8, 2023	December 8, 2033
Dego Almyhw	25,000	\$0.20	December 8, 2023	December 8, 2033
Viktor Kozlianov	25,000	\$0.20	December 8, 2023	December 8, 2033

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Dror Zigel	25,000	\$0.20	December 8, 2023	December 8, 2033
Yizhak Waasa	25,000	\$0.20	December 8, 2023	December 8, 2033
Moshe Marko	20,000	\$0.20	December 8, 2023	December 8, 2033
Itzhak Sofer	5,000	\$0.20	December 8, 2023	December 8, 2033
Franklin Key	7,500	\$0.20	December 8, 2023	December 8, 2033
Jacob Maimon	15,000	\$0.20	December 8, 2023	December 8, 2033
Oleg Kovaltsuk	15,000	\$0.20	December 8, 2023	December 8, 2033
Yoav Roth	25,000	\$0.20	December 8, 2023	December 8, 2033
Jeannette Sorotsky	50,000	\$0.20	December 8, 2023	December 8, 2033
Alon Peled	175,000	\$0.20	December 8, 2023	December 8, 2033
Jared Albert Turner	400,000	\$0.20	December 8, 2023	December 8, 2033
Michael Hoss	75,000	\$0.20	December 8, 2023	December 8, 2033
Itay Tal	50,000	\$0.20	December 8, 2023	December 8, 2033
Roni Katan	25,000	\$0.20	December 8, 2023	December 8, 2033
Dovi Hocshtein	25,000	\$0.20	December 8, 2023	December 8, 2033
Yael Morowati	75,000	\$0.20	December 8, 2023	December 8, 2033
Stephanie Murdock	25,000	\$0.20	December 8, 2023	December 8, 2033
Jacqui Amler	125,000	\$0.20	December 8, 2023	December 8, 2033
Adam Jason Silverman	75,000	\$0.20	December 8, 2023	December 8, 2033
Alicia Hoeffler	25,000	\$0.20	December 8, 2023	December 8, 2033
Yves Caradec	75,000	\$0.20	December 8, 2023	December 8, 2033
Erez Sadiel	200,000	\$0.20	December 8, 2023	December 8, 2033
Dana Ben Noon	25,000	\$0.20	December 8, 2023	December 8, 2033
Gisele Joubin	50,000	\$0.20	December 8, 2023	December 8, 2033
Eliraz Paul	25,000	\$0.20	December 8, 2023	December 8, 2033
Zouheir Bahloul	10,000	\$0.20	December 8, 2023	December 8, 2033

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Zohar Kerem	300,000	\$0.20	December 8, 2023	December 8, 2033
David Bolinsky	15,000	\$0.20	December 8, 2023	December 8, 2033
Shalom Harel	75,000	\$0.20	December 8, 2023	December 8, 2033
Sam Zeldes	100,000	\$0.20	December 8, 2023	December 8, 2033
Joe Ehrman	100,000	\$0.20	December 8, 2023	December 8, 2033
Louis Heinsz	160,000	\$0.20	December 8, 2023	December 8, 2033
Gonzalo de Aristegui	40,000	\$0.20	December 8, 2023	December 8, 2033
Tyler W. LeBaron	100,000	\$0.20	December 8, 2023	December 8, 2033
Jim Ayres	100,000	\$0.20	December 8, 2023	December 8, 2033
Elliot Gibber	300,000	\$0.17	August 18, 2023	August 18, 2033
John Paul Sangiovanni	300,000	\$0.21	June 2, 2023	June 2, 2033
David Perez	300,000	\$0.21	June 2, 2023	June 2, 2033
Ilana Belzer	1,000,000	\$0.26	April 21, 2023	April 21, 2033
Yochi Hagay	850,000	\$0.26	April 21, 2023	April 21, 2033
OS Hawkins	350,000	\$0.22	March 13, 2023	March 13, 2033
F.A.A.S.	25,000	\$0.29	February 3, 2023	February 3, 2033
George Garibaldi	300,000	\$0.29	February 3, 2023	February 3, 2033
Oleg Kovaltsuk	10,000	\$0.29	February 3, 2023	February 3, 2033
Ben Weisberg	10,000	\$0.29	February 3, 2023	February 3, 2033
Shir Zour Schaubner	50,000	\$0.29	February 3, 2023	February 3, 2033
Baila Hinda Zeldes 2020 Family Trust:	25,000	\$0.28	November 4, 2022	November 4, 2032
Shraga Zeldes 2020 Family Trust	25,000	\$0.28	November 4, 2022	November 4, 2032
Esther Ehrman 2020 Family Trust	25,000	\$0.28	November 4, 2022	November 4, 2032
Joseph Ehrman 2020 Family Trust	25,000	\$0.28	November 4, 2022	November 4, 2032
Istok Nahtigal	75,000	\$0.28	October 21, 2022	October 21, 2032
The Hamill Network, LLC	30,000	\$0.28	October 21, 2022	October 21, 2032
McWhorter Driscoll, LLC	30,000	\$0.28	October 21, 2022	October 21, 2032
Anni Zanzuri	10,000	\$0.28	October 21, 2022	October 21, 2032
Michael Hoss	25,000	\$0.32	September 9, 2022	September 9, 2032

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Jared Albert Turner	100,000	\$0.32	September 9, 2022	September 9, 2032
Bar Moreh	175,000	\$0.32	September 9, 2022	September 9, 2032
Michal Sapir	100,000	\$0.32	September 9, 2022	September 9, 2032
Koby Rosenzweig	100,000	\$0.32	September 9, 2022	September 9, 2032
Noa Roitenberg	50,000	\$0.32	September 9, 2022	September 9, 2032
Orly Lifshitz	25,000	\$0.32	September 9, 2022	September 9, 2032
Batya Marko	25,000	\$0.32	September 9, 2022	September 9, 2032
Shay Behor	10,000	\$0.32	September 9, 2022	September 9, 2032
Rotem Mizrachi	10,000	\$0.32	September 9, 2022	September 9, 2032
Omri Ovad	10,000	\$0.32	September 9, 2022	September 9, 2032
Max Broslav	10,000	\$0.32	September 9, 2022	September 9, 2032
Jacob Maimon	10,000	\$0.32	September 9, 2022	September 9, 2032
Petty Zelikman	25,000	\$0.32	September 9, 2022	September 9, 2032
Jacqui Amler	25,000	\$0.32	September 9, 2022	September 9, 2032
Lotan Malka	20,000	\$0.32	September 9, 2022	September 9, 2032
Yalana Sarosca	20,000	\$0.32	September 9, 2022	September 9, 2032
Itay Tal	25,000	\$0.32	September 9, 2022	September 9, 2032
Stephanie Murdock	25,000	\$0.32	September 9, 2022	September 9, 2032
Magnucom Ltd	50,000	\$0.32	September 9, 2022	September 9, 2032
OS Hawkins	250,000	\$0.32	September 9, 2022	September 9, 2032
Zaki Rakib	4,343,800	\$0.32	September 9, 2022	September 9, 2032
Istok Nahtigal	30,000	\$0.23	July 8, 2022	July 8, 2032
Beresford Mitchell	15,000	\$0.24	July 4, 2022	July 4, 2032
Istok Nahtigal	20,000	\$0.24	July 4, 2022	July 4, 2032
Gavriel Lambert	300,000	\$0.24	July 4, 2022	July 4, 2032
Brian Cornblatt	1,000,000	\$0.24	July 4, 2022	July 4, 2032
Roni Katan	25,000	\$0.24	July 4, 2022	July 4, 2032

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Huaying Zhang	150,000	\$ 0.34	May 6, 2022	May 6, 2032
Adam Jason Silverman	100,000	\$ 0.34	May 6, 2022	May 6, 2032
Shay Bahor:	10,000	\$ 0.34	May 6, 2022	May 6, 2032
Rotem Mizrachi:	10,000	\$ 0.34	May 6, 2022	May 6, 2032
Omri Ovad:	10,000	\$ 0.34	May 6, 2022	May 6, 2032
Moshe Marko:	10,000	\$ 0.34	May 6, 2022	May 6, 2032
Franklin Kaye:	10,000	\$ 0.34	May 6, 2022	May 6, 2032
Zohar Kerem	12,000	\$0.35	March 24, 2022	March 24, 2032
Tal Soffer	15,000	\$0.35	March 24, 2022	March 24, 2032
Think Forward Media	15,000	\$0.35	March 24, 2022	March 24, 2032
Alan Rootenberg	200,000	\$0.35	March 24, 2022	March 24, 2032
Jared Turner	100,000	\$0.35	March 24, 2022	March 24, 2032
Malkit Azaki	140,000	\$0.35	March 24, 2022	March 24, 2032
Shneor Zalman Jaffe	50,000	\$0.375	November 29, 2021	November 29, 2031
Roberto Chait	100,000	\$0.375	November 29, 2021	November 29, 2031
Hadfield Inc.	300,000	\$0.375	November 29, 2021	November 29, 2031
Jared Albert Turner	400,000	\$0.375	November 29, 2021	November 29, 2031
Aron Schorr	13,200	\$0.40	October 29, 2021	October 29, 2031
Michael Hoss	50,000	\$0.40	October 29, 2021	October 29, 2031
David Tsur	400,000	\$0.345	October 21, 2021	October 21, 2031
Steven Lehrer	300,000	\$0.34	October 8, 2021	October 8, 2031
Zouheir Bahloul	20,000	\$0.34	October 8, 2021	October 8, 2031
Naama Engel Snir	20,000	\$0.34	October 8, 2021	October 8, 2031
Koby Rosenzweig	200,000	\$0.34	October 8, 2021	October 8, 2031
Malkit Azatchi	360,000	\$0.34	October 8, 2021	October 8, 2031
Koby Rosenzweig	100,000	\$0.45	July 9, 2021	July 9, 2031
Jacqui Amler	50,000	\$0.45	July 9, 2021	July 9, 2031
BOLDT AG	36,500	\$0.45	July 9, 2021	July 9, 2031
Adam Salman	1,500	\$0.45	July 9, 2021	July 9, 2031
Tobias Schneider	5,000	\$0.45	July 9, 2021	July 9, 2031
Ofer Ben Yehuda	10,000	\$0.45	July 9, 2021	July 9, 2031
Motele Shpiegler	50,000	\$0.45	July 9, 2021	July 9, 2031
Rhona Applebaum	100,000	\$0.45	July 9, 2021	July 9, 2031

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James Assad	50,000	\$0.51	March 22, 2021	March 22, 2031
OS Hawkins	250,000	\$0.51	March 22, 2021	March 22, 2031
McCune Sports &Entertainment Ventures, LLC	300,000	\$0.51	March 22, 2021	March 22, 2031
Dr. David Brady	50,000	\$0.51	March 22, 2021	March 22, 2031
Rhona Applebaum	100,000	\$0.51	March 22, 2021	March 22, 2031
David Bolinsky	75,000	\$0.51	March 22, 2021	March 22, 2031
Raff Della Peruta	5,000	\$0.51	March 22, 2021	March 22, 2031
Adam Jason Silverman	25,000	\$0.51	March 22, 2021	March 22, 2031
Christopher Puckett	25,000	\$0.51	March 22, 2021	March 22, 2031
Yochi Hagay	6,000,000	\$0.66	25-Feb-21	25-Feb-31
Boldt AG	26,000	\$0.50	08-Feb-21	08-Feb-31
Noa Roitenberg:	65,000	\$0.50	08-Feb-21	08-Feb-31
Itay Tal	40,000	\$0.50	08-Feb-21	08-Feb-31
Itzhak Sofer	10,000	\$0.50	08-Feb-21	08-Feb-31
Bar Moreh	125,000	\$0.50	08-Feb-21	08-Feb-31
Krembo Rebels Limited	100,000	\$0.43	29-Jan-21	29-Jan-31
Yehuda Adi Adler	25,000	\$0.43	29-Jan-21	29-Jan-31
Tal Soffer	15,000	\$0.43	29-Jan-21	29-Jan-31
Simple Stuff Limited	35,000	\$0.43	29-Jan-21	29-Jan-31
Jesse Epstein	25,000	\$0.43	29-Jan-21	29-Jan-31
Kristen Epstein	25,000	\$0.43	29-Jan-21	29-Jan-31
Noa Roitenberg	10,000	\$0.43	29-Jan-21	29-Jan-31
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 Shohet	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	850,000	\$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

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Michael Hoss	100,000	\$0.19	24-Dec-20	24-Dec-30
Itay Tal	10,000	\$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
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
Yoav Roth	75,000	\$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
Ilan Sobel	18,098,196	\$0.14	09-Jun-20	09-Jun-30
Eitan Popper	3,619,639	\$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
<b>TOTAL</b>	<b>65,539,335</b>			

(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 July 19, 2023.**
- (b) State the date of the news release announcing the grant of options. **March 22, 2024**
- (c) State the total issued and outstanding share capital at the date of grant or amendment. **478,688,168**

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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. **14.20%**
- (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. **3,813,890**
- (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.**

**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 March 22, 2024

David Ryan  
Name of Director or Senior Officer

"David Ryan"  
Signature

Vice President of Investor Relations  
Official Capacity

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