

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: ATLAS CLOUD ENTERPRISES INC. (the "Issuer").

Trading Symbol: AKE

Date: June 22, 2017

1. **New Options Granted:**

Date of Grant: June 21, 2018

Name of Optionee	Position of Optionee (Director/ Officer /Employee/ Consultant/IR provider)	Date of Grant	No. of Optioned Shares	Exercise Price	Expiry Date
Fred Stearman*	Officer	June 21, 2018	500,000	\$0.40	June 21, 2023
Yana Popova*	Officer	June 21, 2018	500,000	\$0.40	June 21, 2023
Dan Sorger*	Consultant	June 21, 2018	300,000	\$0.40	June 21, 2023
Sean Bromley*	Director	June 21, 2018	500,000	\$0.40	June 21, 2023
John Veltheer*	Director	June 21, 2018	400,000	\$0.40	June 21, 2023
Patrick Whibley*	Consultant	June 21, 2018	300,000	\$0.40	June 21, 2023
Kamal Sharma*	Consultant	June 21, 2018	100,000	\$0.40	June 21, 2023
Gurinder Sandhu*	Consultant	June 21, 2018	100,000	\$0.40	June 21, 2023
Aaron Wong*	Consultant	June 21, 2018	25,000	\$0.40	June 21, 2023
Jasbir Singh Gill*	Consultant	June 21, 2018	100,000	\$0.40	June 21, 2023
Charlie Kiser**	Officer	June 21, 2018	3,000,000	\$0.40	June 21, 2023
Walter Spagnuolo ***	IR provider	June 21, 2018	300,000	\$0.40	June 21, 2023

- ♦ Immediately;
- ♦♦ 12.5% immediately; 12.5% each three months thereafter; and
- ♦♦♦ 25% every three months after the date of grant

Total Number of optioned shares proposed for acceptance: 6,125,000.

2. Other Presently Outstanding Options:

4,575,000

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
- (b) State the date of the news release announcing the grant of options.
- June 22, 2018
- (c) State the total issued and outstanding share capital at the date of grant or amendment.
- 114,944,923
- (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.
- 9.31%
- (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.
- 794,492
- (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

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: June 22, 2018.

Yana Popova
Name of Director or Senior
Officer

"Yana Popova"
Signature

CFO
Official Capacity