

## FORM 11

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

Name of Listed Issuer: **BevCanna Enterprises Inc.** (the "Issuer").

Trading Symbol: **BEV**

Date: **July 5, 2019**

#### **1. New Options Granted:**

Date of Grant: **July 5, 2019**

<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>
Marcello Leone	Director, Chief Executive Officer and Chairman	Yes	100,000	\$0.50	July 5, 2022	1,000,000
John Campbell	Director and Chief Financial Officer	Yes	100,000	\$0.50	July 5, 2022	125,000
Martino Ciambrelli	Director and President	Yes	100,000	\$0.50	July 5, 2022	125,000
Matthew Christopherson	Director	Yes	100,000	\$0.50	July 5, 2022	nil
Phil Fontaine	Director	Yes	100,000	\$0.50	July 5, 2022	nil
International Portfolio Management Inc.	Consultant	No	1,000,000	\$0.50	July 5, 2022	nil
Connor Cruise	Consultant	No	50,000	\$0.50	July 5, 2022	nil
Massimo Bellini Bressi	Consultant	No	50,000	\$0.50	July 5, 2022	nil
Susanna Allen	Employee	No	25,000	\$0.50	July 5, 2022	nil

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Paul Sun	Consultant	No	50,000	\$0.50	July 5, 2022	nil
Daryl Herle	Consultant	No	50,000	\$0.50	July 5, 2022	nil
Oleg Scherbina	Employee	No	50,000	\$0.50	July 5, 2022	nil
Mike Darby	Employee	No	100,000	\$0.50	July 5, 2022	nil
Brian To	Employee	No	50,000	\$0.50	July 5, 2022	nil
Luca Leone	Employee	No	50,000	\$0.50	July 5, 2022	nil
Anna Brazier	Consultant	No	25,000	\$0.50	July 5, 2022	nil

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

## 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>
Marcello Leone	1,000,000	\$0.50	February 28, 2019	February 28, 2024
John Campbell	125,000	\$0.50	February 28, 2019	February 28, 2024
Martino Ciambrelli	125,000	\$0.50	February 28, 2019	February 28, 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.

**Shareholder approval was not required.**

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

**July 5, 2019**

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

**As of July 5, 2019 – 45,510,750 shares issued and outstanding.**

- (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.

**7.14%**

- (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.

**Unless authorized by the shareholders of the Issuer in accordance with applicable laws, the number of shares reserved for issuance under the Issuer's stock option plan is subject to the restrictions imposed under section 2.25 of National Instrument 45-106, whereby section 2.24 [Employee, executive officer, director and consultant] does not apply to a distribution to an employee or consultant of the unlisted reporting issuer (as defined in National Instrument 45-106) who is an investor relations person of the issuer, an associated consultant of the issuer, an executive officer of the issuer, a director of the issuer, or a permitted assign of those persons if, after the distribution, the number of securities of the issuer, calculated on a fully diluted basis, reserved for issuance under options granted to related persons exceeds 10% of the outstanding securities of the issuer, or 5% if to a related person, or if, after the distribution, the number of securities, calculated on a fully diluted basis, issued within 12 months to related persons exceeds 10% of the outstanding securities of the issuer, or 5% if to a related person and the associates of the related person.**

- (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.

**No public distribution has been completed within 90 days of the date of grant.**

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

**There are no particulars of any proposed material changes in the affairs of the Issuer.**

#### **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 **July 5, 2019.**

**John Campbell**

Name of Director or Senior  
Officer

**"John Campbell"**

Signature

**CFO and Director**

Official Capacity

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