

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: **CANAFARMA HEMP PRODUCTS CORP.** (the "Issuer").

Trading Symbol: **CNFA**

Date: July 8, 2020

1. New Options Granted:

Date of Grant:

Name of Optionee	Position (Director/ Officer/ Employee/ Consultant/ Management Company)	Insider Yes or No?	No. of Optioned Shares ⁽¹⁾	Exercise Price	Expiry Date	No. of Options Granted in Past 12 Months
David Lonsdale	Officer	Yes	3,750,000	\$0.79	July 8, 2023	Nil
			3,750,000			

(1) 750,000 options vest immediately. A further 750,000 vest on each of September 19, 2020, March 19, 2021, September 19, 2021 and March 19, 2022.

Total Number of optioned shares proposed for acceptance: 3,750,000

2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares(1)	Exercise Price	Original Date of Grant	Expiry Date
Lekhram Changoer	650,000	\$0.96	June 19, 2020	June 19, 2023
	Nil			

(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. **N/A**

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

July 8, 2020.

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

195,606,145 Common Shares and 57,000 Proportionate Voting Shares (exercisable into 5,700,000 Common Shares). In addition, 650,000 options and 8,290,627 warrants (see paragraph (f) below) are 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.

0.225% (diluted as per (c) above (prior to giving effect to exercise of any Proportionate Voting Shares))

- (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.

15,160,614 remaining for issuance (prior to giving effect to exercise of any Proportionate Voting Shares).

- (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.

The Issuer recently completed a private placement of 8,290,627 units at a price of \$0.63 per unit, with each unit comprised of one common share and one warrant and each warrant being exercisable into one common share at a price of \$0.78 for a period of five years.

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

None.

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 8, 2020.

Frank Barone
Name of Director or Senior Officer

"Frank Barone"
Signature

Chief Operating Officer
Official Capacity