

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of CNSX Issuer: **IMAGIN MEDICAL INC.** (the “Issuer”)

Trading Symbol: **IME**

Date: **January 20, 2021**

1. New Options Granted:

Date of Grant: **January 19, 2021**

Name & Address of Optionee	Position	Insider Yes or No?	No. of Optioned Shares	Exercise Price	Expiry Date	No. of Options Granted in Past 12 Months
Cliff Masticola 16236 San Dieguito Road Suit 2-10 Rancho Santa Fe, California 92067	Consultant	No	100,000	\$0.62	Jan. 19, 2024	Nil

Total Number of optioned shares proposed for acceptance: **100,000**

2. Other Presently Outstanding Options as at the date of grant:

Name of Optionee	No. of Optioned Shares ⁽¹⁾	Exercise Price	Original Date of Grant	Expiry Date
Jim Hutchens	7,500	\$3.00	Feb. 9, 2016	Feb. 9, 2021
Dr. Ralph deVere White	17,500	\$3.00	Feb. 9, 2016	Feb. 9, 2021
Mike Vergano	7,500	\$3.00	Feb. 9, 2016	Feb. 9, 2021
Steve Ruggles	7,500	\$3.00	Feb. 9, 2016	Feb. 9, 2021
Dr. Liam Hurley	5,000	\$3.00	Feb. 9, 2016	Feb. 9, 2021
Thom McMahan	5,000	\$3.00	Feb. 9, 2016	Feb. 9, 2021
John Vacha	5,000	\$3.00	Feb. 9, 2016	Feb. 9, 2021
Sheila Boyle	2,500	\$3.00	Feb. 9, 2016	Feb. 9, 2021
Aimee Levy	2,500	\$3.00	Feb. 9, 2016	Feb. 9, 2021
Demos Stavros	15,000	\$3.00	June 30, 2016	June 30, 2021

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Ken Diagnault	10,000	\$3.00	June 30, 2016	June 30, 2021
Jim Hutchens	25,000	\$3.00	June 30, 2016	June 30, 2021
Jorge Avelino	7,500	\$3.00	June 30, 2016	June 30, 2021
Ken Diagnault	7,500	\$3.00	Dec. 14, 2016	Dec 14, 2021
Roger Buckley	7,500	\$3.00	Dec. 14, 2016	Dec 14, 2021
Jim Hutchens	25,000	\$3.60	Oct 26, 2017	Oct 26, 2022
Ken Daignault	5,000	\$3.60	Oct 26, 2017	Oct 26, 2022
Jorge Avelino	10,000	\$3.60	Oct 26, 2017	Oct 26, 2022
Sheila Boyle	5,000	\$3.60	Oct 26, 2017	Oct 26, 2022
John Vacha	5,000	\$3.60	Oct 26, 2017	Oct 26, 2022
Clay Kahler	5,000	\$3.60	Oct 26, 2017	Oct 26, 2022
Tom McMahon	5,000	\$3.60	Oct 26, 2017	Oct 26, 2022
Mike Vergano	2,500	\$3.60	Oct 26, 2017	Oct 26, 2022
Ken Bosada	5,000	\$3.60	Oct 26, 2017	Oct 26, 2022
Ken Daignault	5,000	\$3.80	Oct 30, 2017	Oct 30, 2022
Ken Daignault	5,000	\$5.00	Nov 28, 2017	Nov 28, 2022
Steve Chan	5,000	\$5.00	Nov 28, 2017	Nov 28, 2022
Jim Hutchens	12,500	\$5.00	Nov 28, 2017	Nov 28, 2022
Jorge Avelino	7,500	\$5.00	Nov 28, 2017	Nov 28, 2022
Cynthia Avelino	2,500	\$5.00	Nov 28, 2017	Nov 28, 2022
Sheila Boyle	2,500	\$5.00	Nov 28, 2017	Nov 28, 2022
Jim Hutchens	40,000	\$8.00	Jan 17, 2018	Jan 17, 2023
John Vacha	20,000	\$8.00	Jan 17, 2018	Jan 17, 2023
Jorge Avelino	20,000	\$8.00	Jan 17, 2018	Jan 17, 2023
Mike Vergano	15,000	\$8.00	Jan 17, 2018	Jan 17, 2023
Cynthia Avelino	2,500	\$8.00	Jan 17, 2018	Jan 17, 2023
Sheila Boyle	2,500	\$8.00	Jan 17, 2018	Jan 17, 2023
Grace Urbanski	5,000	\$8.00	Jan 17, 2018	Jan 17, 2023
Jim Hutchens	27,500	\$6.20	18-Apr-18	18-Apr-23
John Vacha	25,000	\$6.20	18-Apr-18	18-Apr-23
Jorge Avelino	20,000	\$6.20	18-Apr-18	18-Apr-23
Mike Vergano	15,000	\$6.20	18-Apr-18	18-Apr-23
David Edmondson	12,500	\$6.20	18-Apr-18	18-Apr-23
Sheila Boyle	2,500	\$6.20	18-Apr-18	18-Apr-23

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Cynthia Avelino	5,000	\$6.20	18-Apr-18	18-Apr-23
Ronald Schnier	2,500	\$6.20	18-Apr-18	18-Apr-23
Jacob Horn	2,500	\$6.20	18-Apr-18	18-Apr-23
Steve Ruggles	2,500	\$6.20	18-Apr-18	18-Apr-23
John McMahon	10,000	\$6.20	18-Apr-18	18-Apr-23
Jay Eastman	5,000	\$6.20	18-Apr-18	18-Apr-23
Hybrid Financial	7,500	\$6.20	18-Apr-18	18-Apr-23
Stan Swierzewski	5,000	\$3.20	25-Jul-18	25-Jul-23
Ralph deVere White	12,500	\$3.20	25-Jul-18	25-Jul-23
Mike Vergano	2,500	\$3.20	25-Jul-18	25-Jul-23
Thomas McMahon	2,500	\$3.20	25-Jul-18	25-Jul-23
Lorne Torhjem	12,500	\$0.06	Jan. 10, 2020	Jan. 20, 2025
James Mitchell	17,500	\$0.06	Jan. 10, 2020	Jan. 20, 2025
Total	535,000			

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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. **January 20, 2021**
- (c) State the total issued and outstanding share capital at the date of grant or amendment. **8,967,186 common shares**
- (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 - **7.08%.**
- (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 – **261,719.**
- (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**

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- (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 CNSX 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 CNSX 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: January 20, 2021

John Vacha

Name of Director or Senior Officer

(sgd.) "John Vacha"

Signature

CFO

Official Capacity