

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: **Mota Ventures Corp.** (the "Issuer").

Trading Symbol: **MOTA**

Date: **May 7 2020**

1. New Options Granted:

Date of Grant: **May 5, 2020**

Name of Optionee	Position (Director/ Officer/ Employee/ Consultant/ Management Company	Insider Yes or No?	No. of Optioned Shares	Exercise Price	Expiry Date	No. of Options Granted in Past 12 Months
Ryan Hoggan	Officer	Yes	1,000,000	\$0.30	May 5, 2025	0
Joel Shacker	Director	Yes	400,000	\$0.30	May 5, 2025	500,000
Kevin Keranen	Consultant	No	1,000,000	\$0.30	May 5, 2025	0
Chad Clelland	Director	Yes	100,000	\$0.30	May 5, 2025	1,500,000
Clifford Starke	Director	Yes	1,000,000	\$0.30	May 5, 2025	0
Green Time Consulting	Consultant	No	1,000,000	\$0.30	May 5, 2025	0
Gordon Keep	Consultant	No	100,000	\$0.30	May 5, 2025	125,000
Tally Barmash	Consultant	No	150,000	\$0.30	May 5, 2025	100,000
Szascha Lim	Officer	Yes	150,000	\$0.30	May 5, 2025	100,000
Lindsey Le Ho	Consultant	No	75,000	\$0.30	May 5, 2025	50,000
Sam Cole	Consultant	No	300,000	\$0.30	May 5, 2025	100,000
David Hansford	Consultant	No	100,000	\$0.30	May 5, 2025	75,000
Marina Bueno	Employee	No	250,000	\$0.30	May 5, 2025	500,000
Tamara Reiss	Consultant	No	20,000	\$0.30	May 5, 2025	20,000
BBG LLC	Consultant	No	150,000	\$0.30	May 5, 2025	0
Josh Bromely	Consultant	No	100,000	\$0.30	May 5, 2025	0
Nawar Hussein	Consultant	No	100,000	\$0.30	May 5, 2025	0
Saman Shahrokhi	Employee	No	50,000	\$0.30	May 5, 2025	150,000
Longa Seed Finance	Consultant	No	1,000,000	\$0.30	May 5, 2025	0
Nima Bahrami	Consultant	No	800,000	\$0.30	May 5, 2025	600,000

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Max Justus	Consultant	No	100,000	\$0.30	May 5, 2025	0
Sam Mithani	Director	Yes	50,000	\$0.30	May 5, 2025	100,000
TOTAL			7,995,000			

Total Number of optioned shares proposed for acceptance: **7,995,000**.

2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares ⁽¹⁾	Exercise Price	Original Date of Grant	Expiry Date
Chadwick Clelland	1,500,000	\$0.30	December 3, 2019	December 3, 2024
Joel Shacker	500,000	\$0.30	December 3, 2019	December 3, 2024
Marina Bueno	500,000	\$0.30	December 3, 2019	December 3, 2024
Sam Mithani	100,000	\$0.30	December 3, 2019	December 3, 2024
Rachel Biggs	50,000	\$0.30	December 3, 2019	December 3, 2024
Tamara Reiss	20,000	\$0.30	December 3, 2019	December 3, 2024
Saman Shahrokhi	150,000	\$0.30	December 3, 2019	December 3, 2024
Justin Kates	50,000	\$0.30	December 3, 2019	December 3, 2024
Nima Bahrami	600,000	\$0.30	December 3, 2019	December 3, 2024
Farbod Shahrokhi	650,000	\$0.30	December 3, 2019	December 3, 2024
Sam Cole	100,000	\$0.30	December 3, 2019	December 3, 2024
David Hansford	75,000	\$0.30	December 3, 2019	December 3, 2024
Szascha Lim	100,000	\$0.30	December 3, 2019	December 3, 2024
Tally Barmash	100,000	\$0.30	December 3, 2019	December 3, 2024
Gordon Keep	125,000	\$0.30	December 3, 2019	December 3, 2024
Lindsey Le Ho	50,000	\$0.30	December 3, 2019	December 3, 2024
Taipan Consulting	100,000	\$0.85	October 26, 2018	October 25, 2023
TOTAL	4,770,000			

(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.

Not applicable

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

May 5, 2020

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

138,650,642

- (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. (Options: 4,910,000+ 7,995,000) / (I&O: 138,650,642) = **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.

1,100,064

- (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.

\$0.28

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

Not applicable

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 **May 7, 2020**.

Szascha Lim

Name of Director or Senior
Officer

/s/Szascha Lim

Signature

Chief Financial Officer

Official Capacity