



FORM 11

NOTICE OF PROPOSED STOCK OPTION AND RESTRICTED SHARE UNIT (“RSU”) ISSUANCE

Name of Listed Issuer: Perk Labs Inc. (the “Issuer”).

Trading Symbol: PERK

Date: July 6, 2021

1. **New Stock Options Granted: Nil**

2. **Stock Options Cancelled**

Name of Optionee	Position (Director/ Officer/ Employee/ Consultant/ Management Company)	Insider Yes or No?	No. of Optioned Shares	Exercise Price	Grant Date	Cancellation Date
Topham, J	Director	Yes	50,000	\$0.15	6/15/2016	6/15/2021
Zhou, A.	Employee	No	5,000	\$0.10	8/4/2020	5/16/2021
Vu, P.	Employee	No	2,500	\$0.10	10/1/2020	6/12/2021
Total stock options cancelled			57,500			

3. **Stock Options Exercised: Nil**

4. **Other Presently Outstanding Stock Options:**

Name of Optionee	No. of Optioned Shares ⁽¹⁾	Exercise Price	Date of Grant	Expiry Date
Topham, T.	25,000	\$0.15	9/6/2016	9/6/2021
Anson, R.	350,000	\$1.46	1/22/2018	1/22/2023
Altamirano V.G.	90,000	\$0.155	04/23/2019	04/23/2024
Anciano, L.	550,000	\$0.155	04/23/2019	04/23/2024
Ashton, P.	435,000	\$0.155	04/23/2019	04/23/2024
Cadigan, S.	350,000	\$0.155	04/23/2019	04/23/2024
Galvin, C.	76,000	\$0.155	04/23/2019	09/21/2021
Herrington, K.	562,500	\$0.155	04/23/2019	04/23/2024
Hoyles, J.	650,000	\$0.155	04/23/2019	04/23/2024
Kerzner, M.	50,000	\$0.155	04/23/2019	04/23/2024

Legan, L.	30,000	\$0.155	04/23/2019	04/23/2024
Timlick, L.	550,000	\$0.155	04/23/2019	04/23/2024
Topham, J.	500,000	\$0.155	04/23/2019	04/23/2024
Kobayashi, R.	100,000	\$0.15	05/03/2019	05/03/2021
Anson, R.	1,145,000	\$0.15	05/03/2019	05/03/2023
Crist, N.	200,000	\$0.14	05/08/2019	05/08/2024
Strongman, J.	100,000	\$0.15	05/22/2019	05/22/2024
Zhang, G.	350,000	\$0.11	06/25/2019	06/24/2024
Shachar, T.	50,000	\$0.11	06/25/2019	06/24/2024
Agushev, V.	37,500	\$0.10	09/17/2019	9/4/2021
Ma, S.	50,000	\$0.10	09/17/2019	09/16/2024
Prime Objects Software	350,000	\$0.10	10/28/2019	10/27/2024
Pimentel, M.	50,000	\$0.10	01/31/2020	01/31/2025
Baker, C	10,000	\$0.18	3/03/2020	10/5/2021
Li, J.	50,000	\$0.18	3/03/2020	3/03/2025
Baker, C	20,000	\$0.10	4/01/2020	10/5/2021
Baker, C	20,000	\$0.11	5/01/2020	10/5/2021
Baker, C	20,000	\$0.115	6/01/2020	10/5/2021
Baker, C	20,000	\$0.10	7/02/2020	10/5/2021
Tan, N	100,000	\$0.10	7/02/2020	7/02/2025
Baker, C.	20,000	\$0.10	8/04/2020	10/5/2021
Pang, C.T.	10,000	\$0.10	8/04/2020	8/04/2025
Zou, D.	150,000	\$0.10	8/04/2020	8/04/2024
Ng, W T	10,000	\$0.10	10/01/2020	10/01/2025
Prime Objects Software	350,000	\$0.05	11/06/2020	11/06/2025
Agushev, V.	25,000	\$0.05	11/13/2020	9/4/2021
Ma, S.	100,000	\$0.05	11/13/2020	11/13/2025
Kerzner, M.	100,000	\$0.05	11/13/2020	11/13/2025
CHF Capital Markets	300,000	\$0.05	11/16/2020	11/16/2025
CHF Capital Markets	300,000	\$0.10	11/16/2020	11/16/2025
Berg, M.	50,000	\$0.13	4/1/2021	4/1/2024
Berg, M.	50,000	\$0.11	5/3/2021	5/3/2024
Berg, M.	50,000	\$0.085	6/1/2021	6/1/2024
Zhang, X.	10,000	\$0.085	6/1/2021	6/1/2026
Total	8,416,000			

(1) Set out number of optioned shares for each grant with different terms.

5. **New RSUs Granted:**

Date of Grant: July 2, 2021

Name of RSU Holder	Position (Director/ Officer/ Employee/ Consultant/ Management Company)	Insider Yes or No?	No. of RSUs Granted	Exercise Price	Expiry Date	No. of RSUs Granted in Past 12 Months
Hoyles, J.	Director/Officer	Yes	51,282	N/A	7/2/2024	1,278,381
Tan, N.	Officer	Yes	38,463	N/A	7/2/2024	1,093,817
Herrington, K.	Director	Yes	111,111	N/A	7/2/2024	535,256
Topham, J.	Director	Yes	111,111	N/A	7/2/2024	535,256
Timlick, L.	Director	Yes	83,333	N/A	7/2/2024	401,442
Cadigan, S.	Director	Yes	83,333	N/A	7/2/2024	401,442
Jia, D.	Employee	No	50,000	N/A	7/2/2023	Nil
Ho, I.	Employee	No	50,000	N/A	7/2/2023	Nil
Total RSUs granted			578,633			

6. **RSUs Cancelled:**

Name of Optionee	Position (Director/ Officer/ Employee/ Consultant/ Management Company)	Insider Yes or No?	No. of RSUs	Exercise Price	Grant Date	Cancellation Date
Galvin, C	Employee	No	30,000	N/A	11/29/2019	6/21/2021
Galvin, C	Employee	No	50,000	N/A	10/01/2020	6/21/2021
Galvin, C	Employee	No	40,000	N/A	2/1/2021	6/21/2021
Total RSUs cancelled			120,000			

7. **RSUs Vested:**

Name of Optionee	Position (Director/ Officer/ Employee/ Consultant/ Management Company)	Insider Yes or No?	No. of RSUs Vested	Issue Price	Grant Date	Vesting Date
Agushev, V	Employee	No	12,500	\$0.09	2/1/2021	06/10/2021
Altamirano, V	Employee	No	7,500	\$0.09	2/1/2021	06/10/2021

Chen, M	Employee	No	6,250	\$0.09	2/1/2021	06/10/2021
Kerzner, M	Employee	No	7,500	\$0.09	2/1/2021	06/10/2021
Kewalramani, M	Employee	No	6,250	\$0.09	2/1/2021	06/10/2021
Ma, S	Employee	No	8,750	\$0.09	2/1/2021	06/10/2021
Ng, W T	Employee	No	3,125	\$0.09	2/1/2021	06/10/2021
Ng, W T	Employee	No	3,125	\$0.09	4/1/2021	07/2/2021
Pang, C T	Employee	No	3,750	\$0.09	2/1/2021	06/10/2021
Pimentel, M	Employee	No	7,500	\$0.09	2/1/2021	06/10/2021
Shachar, T	Employee	No	6,250	\$0.09	2/1/2021	06/10/2021
Total RSUs vested			72,500			

8. **Other Presently Outstanding RSUs:**

Name of RSU Holder	No. of RSUs	Exercise Price	Date of Grant	Expiry Date
Altamirano, V.	30,000	N/A	Nov. 29, 2019	Nov.29, 2022
Altamirano, V.	52,500	N/A	Feb. 1, 2021	Feb. 1, 2024
Cadigan, S.	244,566	N/A	Dec. 19, 2019	Dec.19, 2022
Cadigan, S.	136,364	N/A	Jan. 10, 2020	Jan. 10, 2023
Cadigan, S	78,947	N/A	Apr 6, 2020	Apr 6, 2023
Cadigan, S	93,750	N/A	July 6, 2020	July 6, 2023
Cadigan, S	156,250	N/A	Oct. 1, 2020	Oct. 1, 2023
Cadigan, S	93,750	N/A	Jan. 4, 2021	Jan. 4, 2024
Cadigan, S	57,692	N/A	Apr 1, 2021	Apr 1, 2024
Chen, M	43,750	N/A	Feb. 1, 2021	Feb. 1, 2024
Herrington, K.	326,086	N/A	Dec. 19, 2019	Dec.19, 2022
Herrington, K.	181,818	N/A	Jan. 10, 2020	Jan. 10, 2023
Herrington, K.	105,263	N/A	Apr 6, 2020	Apr 6, 2023
Herrington, K.	125,000	N/A	July 6, 2020	July 6, 2023
Herrington, K.	208,333	N/A	Oct. 1, 2020	Oct. 1, 2023
Herrington, K.	125,000	N/A	Jan. 4, 2021	Jan. 4, 2024
Herrington, K.	76,923	N/A	Apr 1, 2021	Apr 1, 2024
Hoyles, J.	240,000	N/A	Nov. 29, 2019	Nov.29, 2022
Hoyles, J.	30,100	N/A	Dec. 19, 2019	Dec.19, 2022
Hoyles, J.	25,175	N/A	Jan. 10, 2020	Jan. 10, 2023
Hoyles, J.	60,923	N/A	Jan. 31, 2020	Jan. 31, 2023
Hoyles, J.	117,094	N/A	Mar 3, 2020	Mar 3, 2023
Hoyles, J.	30,770	N/A	Apr 1, 2020	Apr 1, 2023

Hoyles, J.	27,972	N/A	May 1, 2020	May 1, 2023
Hoyles, J.	26,756	N/A	June 1, 2020	June 1, 2023
Hoyles, J.	38,462	N/A	July 2, 2020	July 2, 2023
Hoyles, J.	65,934	N/A	Aug. 4, 2020	Aug. 4, 2023
Hoyles, J.	55,944	N/A	Sept. 1, 2020	Sept. 1, 2023
Hoyles, J.	64,102	N/A	Oct. 1, 2020	Oct. 1, 2023
Hoyles, J.	73,260	N/A	Nov. 2, 2020	Nov. 2, 2023
Hoyles, J.	55,944	N/A	Dec. 1, 2020	Dec. 1, 2023
Hoyles, J.	38,462	N/A	Jan. 4, 2021	Jan. 4, 2024
Hoyles, J.	750,000	N/A	Jan. 18, 2021	Jan. 18, 2024
Hoyles, J.	25,641	N/A	Feb 1, 2021	Feb 1, 2024
Hoyles, J.	22,792	N/A	Mar 1, 2021	Mar 1, 2024
Hoyles, J.	23,668	N/A	Apr 1, 2021	Apr 1, 2024
Hoyles, J.	27,972	N/A	May 3, 2021	May 3, 2024
Hoyles, J.	36,200	N/A	Jun 1/2021	Jun 1, 2024
Kerzner, M	30,000	N/A	Nov. 29, 2019	Nov.29, 2022
Kerzner, M	52,500	N/A	Feb 1, 2021	Feb 1, 2024
Ma, S.	50,000	N/A	Nov. 29, 2019	Nov.29, 2022
Ma, S.	61,250	N/A	Feb 1, 2021	Feb 1, 2024
Ng, W T	21,875	N/A	Feb 1, 2021	Feb 1, 2024
Ng, W T	21,875	N/A	Apr 1, 2021	Apr 1, 2023
Pang, C T	50,000	N/A	Oct. 1, 2020	Oct. 1, 2023
Pang, C T	26,250	N/A	Feb 1, 2021	Feb 1, 2024
Pimentel, M	60,000	N/A	Jan. 31, 2020	Jan. 31, 2023
Pimentel, M	52,500	N/A	Feb 1, 2021	Feb 1, 2024
Shachar, T.	38,000	N/A	Nov. 29, 2019	Nov.29, 2022
Shachar, T.	43,750	N/A	Feb 1, 2021	Feb 1, 2024
Tan, N.	175,825	N/A	Aug. 4, 2020	Aug. 4, 2023
Tan, N.	41,958	N/A	Sept. 1, 2020	Sept. 1, 2023
Tan, N.	48,078	N/A	Oct. 1, 2020	Oct. 1, 2023
Tan, N.	54,946	N/A	Nov. 2, 2020	Nov. 2, 2023
Tan, N.	41,958	N/A	Dec. 1, 2020	Dec. 1, 2023
Tan, N.	600,000	N/A	Jan. 4, 2021	Jan. 4, 2024
Tan, N.	28,846	N/A	Jan. 6, 2021	Jan. 6, 2024
Tan, N.	19,230	N/A	Feb. 1, 2021	Feb. 1, 2024
Tan, N.	17,094	N/A	Mar. 1, 2021	Mar. 1, 2024
Tan, N.	17,752	N/A	Apr 1, 2021	Apr 1, 2024
Tan, N.	20,980	N/A	May 3, 2021	May 3, 2024
Tan, N.	27,150	N/A	Jun 1, 2021	Jun 1 2024

Timlick, L.	244,566	N/A	Dec. 19, 2019	Dec.19, 2022
Timlick, L.	136,364	N/A	Jan. 10, 2020	Jan. 10, 2023
Timlick, L.	78,947	N/A	Apr 6, 2020	Apr 6, 2023
Timlick, L.	93,750	N/A	July 6, 2023	July 6, 2023
Timlick, L.	156,250	N/A	Oct. 1, 2020	Oct. 1, 2023
Timlick, L.	93,750	N/A	Jan. 4, 2021	Jan. 4, 2024
Timlick, L.	57,692	N/A	Apr 1, 2021	Apr 1, 2024
Topham, J.	326,086	N/A	Dec. 19, 2019	Dec.19, 2022
Topham, J.	181,818	N/A	Jan. 10, 2020	Jan. 10, 2023
Topham, J.	105,263	N/A	Apr 6, 2020	Apr 6, 2023
Topham, J.	125,000	N/A	July 6, 2023	July 6, 2023
Topham, J.	208,333	N/A8	Oct. 1, 2020	Oct. 1, 2023
Topham, J.	125,000	N/A	Jan. 4, 2021	Jan. 4, 2024
Topham, J.	76,923	N/A	Apr 1, 2021	Apr 1, 2024
TOTAL:	7,584,722			

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.
- Stock Options – amendments to the Stock Option plan were approved by shareholders on June 9, 2021
 - RSU's – approved by shareholders on June 10, 2020
 - amendments to RSU plan were approved by shareholders on June 9, 2021
- (b) State the date of the news release announcing the grant of options: N/A
- (c) State the total issued and outstanding share capital at the date of grant or amendment. 177,602,099
- (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 and RSUs, including new options/RSUs, amended options/RSUs and other presently outstanding options/RSUs: 9.3%
- (e) If the new options/RSUs are being granted pursuant to a stock option plan or RSU plan, state the number of remaining shares reserved for issuance under the plans. 10,060,960
- (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. Within the past 90 days, the Company completed sales of shares to the public pursuant to its “at-the-market” offering announced on July 29, 2020 and February 17, 2021, at an average price per share of \$0.10.
- (g) Describe the particulars of any proposed material changes in the affairs of the Issuer. None

9. **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 6, 2021

Jonathan Hoyles

Name of Director or Senior Officer

"Jonathan Hoyles"

Director & CEO

Official Capacity