

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: MPX International Corporation (the "Issuer").

Trading Symbol: MPXI

Date: September 23, 2019

1. New Options Granted:

Date of Grant: September 19, 2019

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
Amer Sohail Cheema	Employee	N	50,000	\$0.45	Sep 19/2024	None
Nicholas Varone	Consultant	N	50,000	\$0.45	Sep 19/2024	None
Harnoor Grewall	Consultant	N	20,000	\$0.45	Sep 19/2024	None
Erica Herzberg	Employee	N	20,000	\$0.45	Sep 19/2024	12,500
Laurent Rappaport	Employee of Subsidiary	N	50,000	\$0.45	Sep 19/2024	None
Romaine Gruner	Employee of Subsidiary	N	50,000	\$0.45	Sep 19/2024	None
Bernard Rappaz	Employee of Subsidiary	N	50,000	\$0.45	Sep 19/2024	None
Crystal Quast	Consultant	N	25,000	\$0.45	Sep 19/2024	None

Total Number of optioned shares proposed for acceptance: 315,000

2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares ⁽¹⁾	Exercise Price	Original Date of Grant	Expiry Date
Michael Arnkvarn	250,000	\$0.59	Feb 26-19	Feb 26-24
W. Scott Boyes	500,000	\$0.59	Feb 26-19	Feb 26-24
Jeremy S. Budd	500,000	\$0.59	Feb 26-19	Feb 26-24
David Chawke	75,000	\$0.59	Feb 26-19	Feb 26-24
Jonathan Chu	200,000	\$0.59	Feb 26-19	Feb 26-24
Alastair Crawford	150,000	\$0.59	Feb 26-19	Feb 26-24
Dennis Frewin	35,000	\$0.59	Feb 26-19	Feb 26-24
Daniel Fryer	350,000	\$0.59	Feb 26-19	Feb 26-24
Erica Herzberg	12,500	\$0.59	Feb 26-19	Feb 26-24

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Name of Optionee	No. of Optioned Shares ⁽¹⁾	Exercise Price	Original Date of Grant	Expiry Date
David McLaren	500,000	\$0.59	Feb 26-19	Feb 26-24
Richard Montcalm	25,000	\$0.59	Feb 26-19	Feb 26-24
Nader Kharouba	25,000	\$0.59	Feb 26-19	Feb 26-24
Matthew Landry	15,000	\$0.59	Feb 26-19	Feb 26-24
Roshan Peiris	112,500	\$0.59	Feb 26-19	Feb 26-24
Robert Petch	150,000	\$0.59	Feb 26-19	Feb 26-24
Jake Sharky	100,000	\$0.59	Feb 26-19	Feb 26-24
Randall G. Stafford	150,000	\$0.59	Feb 26-19	Feb 26-24
Charles Akle	100,000	\$0.60	May 29-19	May 29-24
Tamara Arthur	10,000	\$0.60	May 29-19	May 29-24
Alanan Tavares de Carvalho	15,000	\$0.60	May 29-19	May 29-24
Jayson Albert Cook	15,000	\$0.60	May 29-19	May 29-24
Florentin Coppey	15,000	\$0.60	May 29-19	May 29-24
Andrea De Donato	50,000	\$0.60	May 29-19	May 29-24
Morena Cardoso Lachat	15,000	\$0.60	May 29-19	May 29-24
Kelly Szabados	15,000	\$0.60	May 29-19	May 29-24
Damian West	50,000	\$0.60	May 29-19	May 29-24

(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.**

Shareholders of the Issuer approved the Issuer's stock option plan (the "Plan") at the special meeting of shareholders of MPX Bioceutical Corporation held on January 15, 2019.

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

Not applicable

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

As of the date of the grant, the Issuer had 135,144,487 issued and outstanding 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.**

An amount equal to 10.00% of the issued and outstanding common shares in the capital of the Issuer have been reserved for issuance.

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- (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.**

The Issuer may grant an additional 9,739,448 options under the Plan.

- (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.**

Not applicable

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

The Issuer has entered into an agreement with First Growth Holding (Pty) Ltd. (“**First Growth**”) which provides the basis for the Issuer and First Growth to enter into a series of agreements through which the Issuer intends to acquire a 51% interest in First Growth, subject to the completion of due diligence as well as definitive documentation.

First Growth is applying under the Medicines and Related Substances Act, No. 101 of 1965 for a license to cultivate, manufacture and export cannabis from the Sonop Farm, which is located in the traditional wine-growing region of Stellenbosch in South Africa’s Western Cape.

The culmination of this South African joint venture will establish a low-cost jurisdiction in which the Issuer will be able to purchase either all or a substantial portion of the cannabis flower and/or extract to support its operations in Canada, Europe and Oceania. Full development of the project would result in up to 6 hectares (approximately 530,000 square feet) of advanced EU-Good Agricultural Practices (“**EU-GAP**”) certified greenhouse cultivation and EU-Good Manufacturing Practice (“**EU-GMP**”) certified extraction and processing laboratory.

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 September 23, 2019.

W. Scott Boyes
Name of Director or Senior Officer

/s/ W. Scott Boyes
Signature

Chairman, President and CEO
Official Capacity