

FORM 8

NOTICE OF PROPOSED PROSPECTUS OFFERING

Please complete the following:

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

Trading Symbol: PERK

Date: June 10, 2020

Is this an updating or amending Notice: No

If yes provide date(s) of prior Notices: N/A.

Issued and Outstanding Securities of Issuer Prior to Proposed Prospectus Offering:
141,606,123

Date of News Release Announcing Proposed Prospectus Offering: The Issuer will disseminate a news release with the filing of a prospectus supplement announcing a financing under the final base shelf prospectus.

(or provide explanation if news release not disseminated yet and expected date or circumstances that are expected to trigger news release dissemination)

1. Prospectus Offering

1. Description of securities to be issued:

(a) Class Common shares

(b) Number Unknown

(c) Price per security Unknown

(d) Voting rights One vote per common share.

2. Provide details of the net proceeds to the Issuer as follows:

(a) Per security: Unknown

(b) Aggregate proceeds: Up to \$100 million.

3. Provide description of any Warrants (or options) including:
- (a) Number Unknown .
 - (b) Number of securities eligible to be purchased on exercise of Warrants (or options) Unknown .
 - (c) Exercise price Unknown .
 - (d) Expiry date Unknown .
 - (e) Other significant terms Unknown .
4. Provide the following information if debt securities are to be issued:
- (a) Aggregate principal amount Up to \$100 million. .
 - (b) Maturity date Unknown .
 - (c) Interest rate Unknown .
 - (d) Conversion terms Unknown .
 - (e) Default provisions Unknown .
5. Details of currently issued and outstanding shares of each class of shares of the Issuer: There are 141,606,123 common shares currently issued and outstanding.

_____ .
6. Describe any unusual particulars of the offering (i.e. tax “flow through” shares, special warrants, etc.).
N/A .
7. Provide details of the use of the proceeds: The net proceeds will be used for general corporate purposes, including funding ongoing operations, potential future acquisitions and capital expenditures.
_____ .

8. Provide particulars of any proceeds of the offering which are to be paid to Related Persons of the Issuer: Unknown
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9. Provide details of the amounts and sources of any other funds that will be available to the Issuer prior to or concurrently with the completion of the offering: Unknown
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10. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the offering (including warrants, options, etc.):
- (a) Details of any dealer, agent, broker, finder or other person receiving compensation in connection with the offering (name, address, beneficial ownership where applicable) Unknown
 - (b) Cash Unknown
 - (c) Securities Unknown
 - (d) Other Unknown
 - (e) Expiry date of any options, warrants etc. Unknown
 - (f) Exercise price of any options, warrants etc. Unknown
11. State whether the sales agent, broker, dealer, finder, or other person receiving compensation in connection with the offering is a Related Person of the Issuer with details of the relationship: Unknown
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12. Provide details of the manner in which the securities being offered are to be distributed. Include details of agency agreements and sub-agency agreements outstanding or proposed to be made including any assignments or proposed assignments of any such agreements and any rights of first refusal on future offerings: Unknown
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13. Attach any term sheet, engagement letter or other document setting out terms, conditions or features of the proposed offering.
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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 on behalf of the Issuer.
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 8 Notice of Proposed Prospectus Offering is true.

Dated June 11, 2020

Jonathan Hoyles
Name of Director or Senior
Officer

"Jonathan Hoyles"
Signature

Director and CEO
Official Capacity