

# FORM 11

## NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: Delic Holdings Corp. (the "Issuer").

Trading Symbol: DELC

Date: September 10, 2021

### 1. New Options Granted:

Date of Grant: September 1, 2021

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
Alexander Howe	Consultant	No	30,000	C\$0.28	Sept 1, 2024	None
Benjamin Cote	Consultant	No	50,000	C\$0.28	Sept 1, 2024	None

Total Number of optioned shares proposed for acceptance: 80,000 .

### 2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares <sup>(1)</sup>	Exercise Price	Original Date of Grant	Expiry Date
Jackee Stang	1,000,000	\$0.25	Nov 17, 2020	Nov 17, 2023
Mathew Lee	200,000	\$0.25	Nov 17, 2020	Nov 17, 2023
Sashko Despotovski	200,000	\$0.25	Nov 17, 2020	Nov 17, 2023
Martin Tobias	200,000	\$0.25	Nov 17, 2020	Nov 17, 2023
Paul Rosen	200,000	\$0.25	Nov 17, 2020	Nov 17, 2023
Kraig Fox	200,000	\$0.25	Nov 17, 2020	Nov 17, 2023
Greg Crowe	500,000	\$0.25	Nov 17, 2020	Nov 17, 2023

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Matt Stang	500,000	\$0.25	Nov 17, 2020	Nov 17, 2023
Michael Lovitch	50,000	\$0.25	Nov 17, 2020	Nov 17, 2023
Barbara Branaman	50,000	\$0.25	Nov 17, 2020	Nov 17, 2023
Zak Garcia	50,000	\$0.25	Nov 17, 2020	Nov 17, 2023
David Rabin	50,000	\$0.25	Nov 17, 2020	Nov 17, 2023
Garyn Angel	50,000	\$0.25	Nov 17, 2020	Nov 17, 2023
Louis Sagar	50,000	\$0.25	Nov 17, 2020	Nov 17, 2023
Meelo Solis	50,000	\$0.25	Nov 17, 2020	Nov 17, 2023
David Peck	50,000	\$0.25	Nov 17, 2020	Nov 17, 2023
Adam Francis	50,000	\$0.25	Nov 17, 2020	Nov 17, 2023
Brett Fink	150,000	\$0.25	Nov 24, 2020	Nov 24, 2023
Marija Papovic	10,000	\$0.35	Dec 18, 2020	Dec 18, 2023
Madison Ortiz	10,000	\$0.35	Dec 18, 2020	Dec 18, 2023
Kaycee Mitchell	10,000	\$0.35	Dec 18, 2020	Dec 18, 2023
Mercedes Martinez	10,000	\$0.35	Dec 18, 2020	Dec 18, 2023
Mallorie Muller	10,000	\$0.35	Dec 18, 2020	Dec 18, 2023
Daniel Southan-Dwyer	50,000	\$0.35	Dec 18, 2020	Dec 18, 2023
Waheed Nazerli	200,000	\$0.35	Dec 18, 2020	Dec 18, 2023
Shep Gordon	50,000	\$0.35	Dec 18, 2020	Dec 18, 2023
Alexander Koyfman	75,000	\$0.35	Dec 18, 2020	Dec 18, 2023
Gerard Adams	50,000	\$0.75	Jan 22, 2021	Jan 22, 2024
Sameen Ahmad	50,000	\$0.75	Jan 22, 2021	Jan 22, 2024
Mike Kansa	10,000	\$0.75	Jan 22, 2021	Jan 22, 2024
Michelle Blank	10,000	\$0.75	Jan 22, 2021	Jan 22, 2024
Octagon Media Corp.	400,000	\$0.65	Feb 8, 2021	Feb 8, 2024
Kyle Snook	50,000	\$0.58	Feb 11, 2021	Feb 11, 2024
Michael Burns	50,000	\$0.63	Mar 3, 2021	Mar 3, 2024
David Tatelman	108,887	\$0.58	Mar 4, 2021	Mar 4, 2024
Dr. John Coleman	250,000	\$0.55	Mar 10, 2021	Mar 10, 2024
	<b>5,003,887</b>			

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

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**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.

N/A

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

59,865,526 Subordinate Voting Shares

259,913 Multiple Voting Shares

Shares on a 1:100 basis

Total: 85,856,826

- (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.

5,083,887/85,856,826 = 5.92%

- (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.

7,794,636 remaining

- (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.

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 September 10, 2021.

Mathew Lee  
Name of Director or Senior  
Officer

*“Mathew Lee”*  
Signature

Chief Financial Officer  
Official Capacity