

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: RISE Life Science Corp. (the "Issuer").

Trading Symbol: RLSC

Date: January 31, 2019

1. New Options Granted:

Date of Grant: January 28, 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
Greg Mills	Director	yes	200,000	\$0.22	January 28, 2024	nil

Total Number of optioned shares proposed for acceptance: 200,000.

2. Other Presently Outstanding Options:

Grant Date	Expiry Date	Price	# of Options
October 1, 2018	August 23, 2023	\$0.27	150,000
August 3, 2018	July 23, 2023	\$0.30	2,650,000
October 1, 2018	September 1, 2023	\$0.30	150,000

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May 15, 2018	September 1, 2019	\$0.40	150,000
May 15, 2018	September 30, 2019	\$0.40	150,000
May 15, 2018	September 20, 2019	\$0.40	120,000
May 15, 2018	May 14, 2023, 2019	\$0.40	200,000
January 19, 2017	February 27, 2019	\$0.45	225,000
January 19, 2017	January 19, 2020	\$0.45	150,000
January 19, 2017	April 30, 2019	\$0.45	75,000
December 3, 2014	November 30, 2019	\$2.50	6,000
August 1, 2014	August 1, 2019	\$5.50	2,000
August 1, 2014	August 1, 2019	\$5.50	4,000
August 1, 2014	December 31, 2018	\$5.50	480
August 24, 2012	August 24, 2022	\$25.00	1,000
February 8, 2012	February 8, 2022	\$25.00	400

(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.

Not Applicable

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

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59,243,687

- (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.

6.81%

- (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.

1,690,968

- (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 January 31, 2019.

Robert Lelovic
Name of Director or Senior
Officer

"Signed" Robert Lelovic
Signature

Chief Financial Officer
Official Capacity