

## FORM 11

### NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: PreveCeutical Medical Inc. (the "Issuer").

Trading Symbol: PREV

Date: February 2, 2018

#### **1. New Options Granted:**

Date of Grant: January 26, 2018

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
Maher Khaled	Consultant	No	500,000	\$0.50	January 26, 2020	Nil

Total Number of optioned shares proposed for acceptance: 500,000

#### **2. Other Presently Outstanding Options:**

Name of Optionee	No. of Optioned Shares <sup>(1)</sup>	Exercise Price	Original Date of Grant	Expiry Date
Aurora Cannabis Inc.	2,564,103 <sup>(2)</sup>	\$0.78	September 19, 2017	September 19, 2019
Reginald Bibbes-Richardson	20,000	\$0.81	August 29, 2017	August 29, 2019
Sports 1 Marketing	200,000	\$0.81	August 29, 2017	August 29, 2019
Alicia Rebman	750,000	\$0.25	August 11, 2016	August 10, 2020
Greg Reid	300,000	\$0.25	August 11, 2016	August 10, 2020

Kimberley Van Deventer	250,000	\$0.25	August 11, 2016	August 10, 2020
Stephen Van Deventer	250,000	\$0.25	August 11, 2016	August 10, 2020
Makarand Jawadekar	500,000	\$0.25	August 11, 2016	August 10, 2020
Sydney Cole	300,000	\$0.25	August 11, 2016	August 10, 2020
Shabira Rajan	250,000	\$0.25	September 1, 2016	August 31, 2020
Shabira Rajan	250,000	\$0.50	June 29, 2017	June 28, 2021
Ryan Van Deventer	100,000	\$0.50	June 29, 2017	June 28, 2021
Deanna Kress	100,000	\$0.50	June 29, 2017	June 28, 2021
Stephen B. Butrenchuk	25,233	\$0.66	May 18, 2017	May 18, 2019
Robert Coltura	45,500	\$0.66	May 18, 2017	May 18, 2019
A. Salman Jamal	45,500	\$0.66	May 18, 2017	May 18, 2019
Matthew Coltura	16,667	\$0.30	May 18, 2017	May 18, 2019
Stephen B. Butrenchuk	66,667	\$0.30	September 7, 2016	September 7, 2021
Robert Coltura	66,667	\$0.30	September 7, 2016	September 7, 2021
A. Salman Jamal	66,667	\$0.30	September 7, 2016	September 7, 2021
Matthew Coltura	66,667	\$0.30	September 7, 2016	September 7, 2021
Haywood Securities Inc.	13,490 <sup>(2)</sup>	\$0.30	December 21, 2016	December 21, 2018
Haywood Securities Inc.	26,487 <sup>(2)</sup>	\$0.30	December 21, 2016	December 21, 2018
Canaccord Genuity Corp.	11,600 <sup>(2)</sup>	\$0.30	December 21, 2016	December 21, 2018
Leede Jones Gable Inc.	13,520 <sup>(2)</sup>	\$0.30	December 21, 2016	December 21, 2018
PI Financial Corp.	5,146 <sup>(2)</sup>	\$0.30	December 21, 2016	December 21, 2018
<b>Total</b>	<b>6,790,294</b>	--	--	--

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

(2) Not granted pursuant to the Issuer's stock option plan.

### 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 Required.

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

Not yet issued.

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

49,104,503.

- (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.

10%.

- (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.

740,982 options (2,620,826 options held by the parties noted in Section 2 were issued outside of the Issuer's stock option 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.

N/A.

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

N/A.

#### **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 February 2 , 2018.

Shabira Rajan  
Name of Director or Senior Officer

"Shabira Rajan"  
Signature

Chief Financial Officer and Controller  
Official Capacity