

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: Mind Cure Health Inc. (the “Issuer”).

Trading Symbol: “MCUR”

Date: April 21, 2021

1. New Options Granted:

Date of Grant: April 12, 2021 Total Options granted: 10,000

Date of Grant: April 16, 2021 Total Options granted: 250,000

Date of Grant: April 19, 2021 Total Options granted: 350,000

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
Kaleb Stropkovic	Employee	N	10,000	\$0.60	April 12, 2026	Nil
Larrisa Chaikowsky	Director	Y	250,000	\$0.60	April 16, 2026	Nil
Michael Wolfe	Officer	Y	350,000	\$0.60	April 19, 2026	Nil

Total Number of optioned shares proposed for acceptance: 400,000 Common shares

2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares	Exercise Price	Original Date of Grant	Expiry Date
Philip Tapley	250,000	\$0.20	June 10, 2020	June 10, 2025
Stephen D. Inouye	250,000	\$0.20	June 10, 2020	June 10, 2025
Jason Pamer	250,000	\$0.20	June 10, 2020	June 10, 2025
Terese Gieselman	250,000	\$0.20	June 10, 2020	June 10, 2025
Various Consultants	600,000	\$0.20	June 10, 2020	June 10, 2025
Kelsey Ramsden	2,500,000	\$0.25	September 20, 2020	September 20, 2025
Curtis Christopherson	550,000	\$0.25	September 20, 2020	September 20, 2025
Various Consultants	725,000	\$0.25	September 20, 2020	September 20, 2025
Various Consultants	400,000	\$0.25	September 20, 2020	September 20, 2030
CIFC Capital Corp	180,000	\$0.33	September 21, 2020	September 21, 2025
Frank M Geoffrey Belair	200,000	\$0.79	October 14, 2020	October 14, 2025

Name of Optionee	No. of Optioned Shares	Exercise Price	Original Date of Grant	Expiry Date
Sacha Hebbert	50,000	\$0.71	October 22, 2020	October 22, 2025
Dr. Ryan Hartwell	500,000	\$0.64	November 9, 2020	November 9, 2025
Kelsey Ramsden	500,000	\$0.63	November 30, 2020	November 30, 2025
Mark Kelly	200,000	\$0.65	December 7, 2020	December 7, 2025
Stephen D Inouye	45,000	\$0.74	February 10, 2021	February 10, 2026
Rachelle Dwyer	30,000	\$0.74	February 10, 2021	February 10, 2026
Salma Mashkooor	10,000	\$0.74	February 10, 2021	February 10, 2026
Dr. Dan Engle	800,000	\$0.63	February 12, 2021	February 12, 2026
Oak Hill Financial	100,000	\$0.63	February 16, 2021	August 16, 2022
Gerard White	200,000	\$0.63	February 16, 2021	February 16, 2026
Robert Hill	250,000	\$0.60	February 18, 2021	February 18, 2026
Ty Tashiro	75,000	\$0.60	March 15, 2021	March 15, 2026
Tarik Lebbadi	400,000	\$0.60	March 15, 2021	March 15, 2026
Daniel Herrera	400,000	\$0.60	March 29, 2021	March 29, 2026

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.

On May 31, 2020, the shareholders of the Issuer approved the Issuer's 2020 Incentive Stock Option Plan (the "Plan")

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

April 21, 2021

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

The total issued and outstanding share capital as on the grant dates of April 12 and 16, 2021 was 93,468,297 common shares.

The total issued and outstanding share capital as on the grant dates of April 19, 2021 was 93,493,297 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.

As April 12, 2021 – 10.18%

As April 16, 2021 – 10.45%

As April 19, 2021 – 10.82%

- (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.

At April 19, 2021, 8,578,659 Common shares remain available for issuance 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.

The Issuer issued Units at a price per Unit of \$0.60 on February 10, 2021 in connection with the completion of a bought deal, pursuant to the Issuer's short-form prospectus dated February 3, 2021. Each Unit consists of one common share and one-half of one common share purchase warrant of the Issuer. Each Warrant is exercisable to acquire one common share of the Issuer at an exercise price of C\$0.80 per Warrant until February 10, 2026.

- (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: April 21, 2021

Michael Wolfe
Name of Director or Senior
Officer

"Michael Wolfe"
Signature

Chief Financial Officer
Official Capacity