

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of CNSX Issuer: **Plus Products Inc.** (the "Issuer").

Trading Symbol: **PLUS**

Date: **June 9, 2020**

1. New Options Granted:

Date: **June 2, 2020**

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
Others	Employees / Consultants	N	1,658,487	\$0.86	06/02/2030	n/a
Craig Heimark	Director & Officer	Y	100,000	\$0.86	06/02/2030	n/a
Jennifer Tung	Officer	Y	225,000	\$0.86	06/02/2030	n/a
Jon Paul	Officer	Y	119,177	\$0.86	06/02/2030	n/a
Total:			2,102,664 Subordinate Voting Shares			

Total Number of optioned shares proposed for acceptance: **2,102,664.**

2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares ⁽¹⁾	Exercise Price	Original Date of Grant	Expiry Date
Others Employees and Consultants	1,312.50 Proportionate Voting Shares	CDN\$35.39	07/25/2018	07/25/2023
Matt Schmidt Director	150,000 Subordinate Voting Shares	US\$0.27	07/25/2018	07/25/2022
Jennifer Tung Officer	1,500 Proportionate Voting Shares	CDN\$131.23	09/17/2018	09/16/2028
Others Employees and Consultants	330 Proportionate Voting Shares	CDN\$131.23	09/17/2018	
Others Employees and Consultants	1,000 Proportionate Voting Shares	CDN\$131.23	09/24/2018	09/23/2028
Others Employees and Consultants	669.01 Proportionate Voting Shares	CDN\$425.00	10/30/2018	10/29/2028
Jon Paul Officer	3,058.82 Proportionate Voting Shares	CDN\$425.00	10/30/2018	10/29/2028
Jon Paul Officer	549.05 Proportionate Voting Shares	CDN\$425.00 ⁽²⁾	10/30/2018	10/29/2028
Others Employees and Consultants	6,000 Subordinate Voting Shares	CDN\$6.01 ⁽²⁾	02/01/2019	02/01/2024
Others Employees and Consultants	26,000 Subordinate Voting Shares	CDN\$4.56	04/30/2019	04/30/2029
Others Employees and Consultants	116,519 Subordinate Voting Shares	CDN\$4.56 ⁽²⁾	04/30/2019	04/30/2029
Others Employees and Consultants	6,300 Subordinate Voting Shares	CDN\$4.35	08/06/2019	08/09/2029
Others Employees / Consultants	9,000 Subordinate Voting Shares	CDN\$4.50	09/11/2019	09/11/2029
Others Employees / Consultants	37,500 Subordinate Voting Shares	CDN\$4.50 ⁽²⁾	09/11/2019	09/11/2029
Jill Braff Director	125,000 Subordinate Voting Shares	CDN\$1.62 ⁽²⁾	12/17/2019	12/17/2029
Others Employees / Consultants	3,750 Subordinate Voting Shares	CDN\$0.95	02/27/2020	02/27/2030
Craig Heimark Director and Officer	100,000 Subordinate Voting Shares	CDN\$0.86	06/02/2020	06/02/2030
Jennifer Tung Officer	225,000 Subordinate Voting Shares	CND\$0.86	06/02/2020	06/02/2030
Jon Paul Officer	119,177 Subordinate Voting Shares	CND\$0.86	06/02/2020	06/02/2020
Others Employees / Consultants	1,616,821 Subordinate Voting Shares	CND\$0.86	06/02/2020	06/02/2030

Name of Optionee	No. of Optioned Shares ⁽¹⁾	Exercise Price	Original Date of Grant	Expiry Date
Others Employees / Consultants	41,666 Subordinate Voting Shares	CND\$0.86 ⁽²⁾	06/02/2020	06/02/2030
Total:	3,424,671 Subordinate Voting Shares*			

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

(2) Grant represents “right to option grant” pursuant to terms of Stock Option Plan, and therefore, exercise price is deemed only based on grant date and is not set until underlying shares are vested and issued.

*Denotes as-converted to Subordinate Voting Shares

3. Additional Information

- (a) If shareholder approval was required for the grant of options (including prior approval of a stock option plan). The Issuer’s amended and restated rolling 15% stock option and incentive plan (the “Plan”) was approved by written consent resolutions of the shareholders of the Company dated August 15, 2019.
- (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. As of June 2, 2020, 33,852,739 Subordinated Voting Shares, and 94,153.77 Proportionate Voting 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. 7.9149% (based on the number of Subordinate Voting Shares currently outstanding, which includes the number of Subordinate Voting Shares issuable on conversion of the outstanding Proportionate Voting Shares).
- (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. 2,794,210.
- (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.

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OR AMENDMENT**

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 CNSX 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 CNSX 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: June 9, 2020

Jacob Heimark
Name of Director or Senior
Officer

"Jacob Heimark"
Signature

CEO
Official Capacity