

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: PredictMedix Inc. (the "Issuer").

Trading Symbol: CSE: PMED; OTCQB: PMEDF

Date: December 23, 2020

1. New Options Granted:

Date of Grant: December 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
Andrew Yeoman	Consultant	No	400,000	0.32	12/31/ 2023	350,000
Comverj Pty Ltd. (Leigh Hughes)	Consultant	No	400,000	0.32	12/31/ 2023	350,000

Total Number of optioned shares proposed for acceptance: 800,000.

2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares ⁽¹⁾	Exercise Price (\$)	Original Date of Grant	Expiry Date
Algo8	250,000	0.10	10/2018	-
Rajiv Muradia(1)	80,000	1.02	07/17/2020	07/17/2021
Morry Patoka(2)	250,000	0.59	21/09/2020	21/09/2021
Mykhaylo Petechuk(3)	70,000	0.54	10/09/2020	10/03/2022
12325837 Canada Inc. (Sean Ray)(4)	200,000	0.54	17/09/2020	30/03/2022
Nandan Mishra	700,000	0.15	04/06/2020	04/06/2021
Himanshu Ujjawal Singh	300,000	0.15	04/06/2020	04/06/2021
Michelle Butler	200,000	0.15	04/06/2020	04/06/2021
Michael Hart	350,000	0.15	04/06/2020	04/06/2021
Tomas Sipos	200,000	0.15	04/06/2020	04/06/2021
Ajit Kumar	150,000	0.15	04/06/2020	04/06/2021
Rakesh Malhotra	50,000	0.15	04/06/2020	04/06/2021
Rick Moscone	300,000	0.15	04/06/2020	04/06/2021
Jennifer Humphrey	100,000	0.15	04/06/2020	04/06/2021
Corey Kales	400,000	0.15	04/06/2020	04/06/2021
Morry Patoka	200,000	0.15	04/06/2020	04/06/2021
Tally Bodenstein	500,000	0.15	04/06/2020	04/06/2021
Noah Kales	200,000	0.15	04/06/2020	04/06/2021
Dr. Indranil Saha	100,000	0.15	04/06/2020	04/06/2021
Dr. Navdeep Singh Nanda	250,000	0.15	04/06/2020	04/06/2021
Dr. Nitin Kadam	250,000	0.15	04/06/2020	04/06/2021
Prabhakar Srivastava	100,000	0.15	04/06/2020	04/06/2021
Jordan Kales	400,000	0.15	04/06/2020	04/06/2021
Robert Csada	50,000	0.15	04/06/2020	04/06/2021
Dr. Alexander D. Bardon	62,500	0.15	04/06/2020	04/06/2021
Dr. Dawn DeCunha	125,000	0.15	04/06/2020	04/06/2021
Sheldon Kales	1,625,000	0.15	04/06/2020	04/06/2021
Rahul Kushwah	1,625,000	0.15	04/06/2020	04/06/2021
Andrew Yeoman	87,500	0.15	04/06/2020	04/06/2021
Leigh Hughes	350,000	0.15	04/06/2020	04/06/2021
Kapil Raval	370,000	0.15	04/06/2020	04/06/2021

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Notes:

- (1) Exercisable until the termination date of the consulting agreement.
- (2) 62,500 vests on each of the following dates: September 21, 2020, December 21, 2020, March 21, 2021, June 21, 2021.
- (3) 40,000 upon the approval of the McGill University Study; 30,000 options vest upon the successful completion of the McGill University Study.
- (4) The options vested on the date of issue.
- (5) The balance of the options were issued in accordance 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 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. **There are 101,109,149 common shares issued and outstanding.**
- (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. **There are a total of 9,045,000 options (8.95%) issued in accordance to the Issuer's stock option plan.**
- (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. **Not applicable.**
- (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 December 23, 2020.

Rahul Kushwah
Name of Director or Senior
Officer

/s/ Rahul Kushwah
Signature

Chief Operating Officer
Official Capacity