

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: Red White & Bloom Brands Inc. (the "Issuer").

Trading Symbol: RWB

Date: August 13, 2021

1. New Options Granted:

Date of Grant: April 1, 2021, May 4, 2021, August 9, 2021 and August 13, 2021

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
Employee	In-House Council	N	500,000	N/A RSU granted with deemed value of \$1.48 per RSU	April 1, 2026	Nil
Consultant 1	Consultant	N	500,000	N/A RSU granted with deemed value of \$1.30 per RSU	May 4, 2026	Nil
Consultant 2	Consultant	N	500,000	\$0.93	August 9, 2026	Nil
Employee	In-House Council	N	750,000	N/A RSU granted with deemed	August 13, 2021	500,000

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				value of \$0.94 per RSU		
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Total Number of optioned shares proposed for acceptance: 1,750,000 Restricted Stock Units and 500,000 stock options.

2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares	Exercise Price	Date Granted	Expiry Date
Theo van der Linde	12,500	CAD \$5.28	22-Jun-18	22-Jun-23
Consultant	26,483	CAD \$5.28	22-Jun-18	22-Jun-23
Consultant	625	CAD \$5.28	22-Jun-18	22-Jun-23
Consultant	625	CAD \$5.28	22-Jun-18	22-Jun-23
Consultant	128,750	CAD \$5.28	22-Jun-18	22-Jun-23
Consultant	128,750	CAD \$5.28	22-Jun-18	22-Jun-23
Consultant	4,688	CAD \$5.28	22-Jun-18	22-Jun-23
Consultant	31,250	CAD \$5.28	22-Jun-18	22-Jun-23
Consultant	31,250	CAD \$5.28	22-Jun-18	22-Jun-23
Brendan Purdy	9,375	CAD \$5.28	22-Jun-18	22-Jun-23
Consultant	18,750	CAD \$5.28	22-Jun-18	22-Jun-23
Consultant	25,000	CAD \$5.28	22-Jun-18	22-Jun-23
Consultant	25,000	CAD \$5.28	22-Jun-18	22-Jun-23
Consultant	6,250	CAD \$5.28	22-Jun-18	22-Jun-23
Consultant	6,250	CAD \$5.28	22-Jun-18	22-Jun-23
Consultant	6,250	CAD \$5.28	22-Jun-18	22-Jun-23
Consultant	6,250	CAD \$5.28	22-Jun-18	22-Jun-23
Consultant	6,250	USD \$3.84	14-Sep-18	14-Sep-20
Consultant	15,625	USD \$1.84	12-Dec-18	12-Dec-23
Theo van der Linde	12,500	USD \$1.84	12-Dec-18	12-Dec-23
Consultant	6,250	USD \$1.84	12-Dec-18	12-Dec-23
Consultant	6,250	USD \$1.84	12-Dec-18	12-Dec-23
Consultant	2,500	USD \$1.84	12-Dec-18	12-Dec-23
Consultant	1,875	USD \$1.84	12-Dec-18	12-Dec-23
Consultant	375,000	CAD \$5.44	26-Apr-19	26-Apr-24
Consultant	375,000	CAD \$5.44	26-Apr-19	26-Apr-24
Consultant	281,250	CAD \$5.44	26-Apr-19	26-Apr-24

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Name of Optionee	No. of Optioneed Shares	Exercise Price	Date Granted	Expiry Date
Consultant	6,250	CAD\$5.44	26-Apr-19	26-Apr-24
Consultant	6,250	CAD\$5.44	26-Apr-19	26-Apr-24
Consultant	93,750	CAD\$5.44	26-Apr-19	26-Apr-24
Consultant	18,750	CAD\$5.44	26-Apr-19	26-Apr-24
Consultant	18,750	CAD\$5.44	26-Apr-19	26-Apr-24
Consultant	45,313	CAD\$5.44	26-Apr-19	26-Apr-24
Consultant	31,250	CAD\$5.44	26-Apr-19	26-Apr-24
Consultant	6,377	CAD\$5.44	26-Apr-19	26-Apr-24
Theo van der Linde	21,875	CAD\$5.44	26-Apr-19	26-Apr-24
Brad Rogers	1,000,000	CAD \$0.50	1-Oct-18	1-Oct-23
Consultant	700,000	CAD \$0.50	1-Oct-18	1-Oct-23
Consultant	1,000,000	CAD \$0.50	1-Oct-18	1-Oct-23
Consultant	325,000	CAD \$0.50	1-Oct-18	1-Oct-23
Consultant	500,000	CAD \$1.00	15-Jan-19	15-Jan-24
Consultant	600,000	CAD \$2.50	15-Jan-19	15-Jan-24
Consultant	400,000	CAD \$1.00	4-Feb-19	4-Feb-19
Consultant	12500	CAD \$1.00	15-Apr-19	15-Apr-24
Consultant	500,000	CAD \$1.00	29-Apr-19	29-Apr-19
Consultant	350,000	CAD \$1.00	13-May-19	13-May-24
Consultant	30,000	CAD \$1.00	21-May-19	21-May-24
Consultant	12500	CAD \$1.00	17-Jul-19	17-Jul-24
Consultant	100000	CAD \$1.00	13-Nov-19	13-Nov-24
Consultant	25000	CAD \$1.00	22-Nov-19	22-Nov-24
Anne Hyde	100,000	CAD \$1.00	11-Jan-20	11-Jan-25
Anne Hyde	200,000	CAD \$1.00	11-Jan-20	11-Jan-25
Anne Hyde	71,429	CAD \$1.00	11-Jan-20	11-Jan-25
Consultant	5,000	CAD \$1.00	1-Apr-20	1-Apr-25
Consultant	400,000	CAD \$1.00	1-Apr-19	1-Apr-24
Consultant	6,250	CAD \$1.00	1-Apr-20	1-Apr-25
Consultant	250,00	CAD \$1.00	1-Apr-20	1-Apr-25
Consultant	12,500	CAD \$1.00	1-Apr-20	1-Apr-25
Consultant	12,500	CAD \$1.00	1-Apr-20	1-Apr-25
Consultant	100,000	CAD \$1.00	1-Apr-20	1-Apr-25
Consultant	25,000	CAD \$1.80	6-Jul-20	6-Jul-25
Consultant	25,000	CAD \$2.00	27-Jul-20	27-Jul-25

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Name of Optionee	No. of Optioned Shares	Exercise Price	Date Granted	Expiry Date
Consultant	100,000	CAD \$0.60	11-Aug-20	11-Aug-25
Consultant	250,000	CAD \$0.66	8-Sep-20	8-Sep-25
Consultant	15,000	CAD \$0.66	10-Sep-20	10-Sep-25
William Dawson	500,000	CAD \$0.65	1-Oct-20	1-Oct-25
Theo van der Linde	500,000	CAD \$0.65	1-Oct-20	1-Oct-25
Brad Rogers	500,000	CAD \$0.65	1-Oct-20	1-Oct-25
Michael Marchese	500,000	CAD \$0.65	1-Oct-20	1-Oct-25
Brendan Purdy	500,000	CAD \$0.65	1-Oct-20	1-Oct-25
Consultant	500,000	CAD \$0.65	1-Oct-20	1-Oct-25
Consultant	200,000	CAD \$0.65	1-Oct-20	1-Oct-25
Consultant	800,000	CAD \$0.65	1-Oct-20	1-Oct-25
Consultant	100,000	CAD \$0.65	1-Oct-20	1-Oct-25
Consultant	1,500,000	CAD \$0.55	1-Oct-20	1-Oct-25
Consultant	200,000	CAD \$0.65	12-Oct-20	12-Oct-25
Consultant	150,000	CAD \$0.67	18-Nov-20	18-Nov-25
Consultant	20,000	CAD \$0.67	18-Nov-20	18-Nov-25
Consultant	15,000	CAD \$0.67	18-Nov-20	18-Nov-25
Consultant	250,000	CAD \$0.67	18-Nov-20	18-Nov-25
Consultant	75,000	CAD \$0.60	26-Nov-20	26-Nov-25
Consultant	400,000	CAD \$0.75	3-Dec-20	3-Dec-25
Consultant	400,000	CAD \$0.75	3-Dec-20	3-Dec-25
Consultant	300,000	CAD \$1.17	27-Jan-21	27-Jan-26
Consultant	54,645	CAD \$1.17	27-Jan-21	27-Jan-26
Employee	1,250,000	N/A – RSU	1-April-21	1-April-26
Consultant	500,000	N/A - RSU	5-May-21	5-May-26
Consultant	75,000	CAD \$1.10	6-July-21	6-July-26
Consultant	75,000	CAD \$1.10	6-July-21	6-July-26
Consultant	125,000	CAD \$1.10	6-July-21	6-July-26
Consultant	62,500	CAD \$1.10	6-July-21	6-July-26
Consultant	40,000	CAD \$1.10	6-July-21	6-July-26
Consultant	40,000	CAD \$1.10	6-July-21	6-July-26
Consultant	500,000	CAD \$0.93	9-Aug-21	9-Aug-26

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

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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 – grant to employees and consultants only and no Insiders of the Issuer.

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

220,285,078

- (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.

6.61%

- (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.

29,502,726

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.

None

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

None

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 August 13, 2021.

Johannes (Theo) van der Linde
Name of Director or Senior
Officer

"Theo van der Linde"
Signature

Director and CFO
Official Capacity