**FORM 11**

**NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT**

Name of Listed Issuer: Sona Nanotech Inc. (the “Issuer”).

Trading Symbol: SONA

Date: January 21, 2019

1. **New Options Granted:**

Date of Grant: January 21, 2019

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| **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** |
| Dan Whitaker | Director | Y | 100,000 | $0.35 | Jan. 21, 2024 | n/a |
| Neil Smith | Director | Y | 100,000 | $0.35 | Jan. 21, 2024 | n/a |
| Robert MacKay | Director | Y | 100,000 | $0.35 | Jan. 21, 2024 | n/a |
| James Megann | Director | Y | 150,000 | $0.35 | Jan. 21, 2024 | n/a |
| Zephaniah Mbugua | Director | Y | 100,000 | $0.35 | Jan. 21, 2024 | n/a |
| Darren Rowles | President &  Chief Executive Officer | Y | 250,000 | $0.35 | Jan. 21, 2024 | n/a |
| Robert Randall | CFO & Corporate Secretary | Y | 150,000 | $0.35 | Jan. 21, 2024 | n/a |
| Wade Dawe | Consultant | N | 100,000 | $0.35 | Jan. 21, 2024 | n/a |
| Michael McAlduff | Employee | N | 50,000 | $0.35 | Jan. 21, 2024 | n/a |
| Kilbur Singh | Employee | N | 50,000 | $0.35 | Jan. 21, 2024 | n/a |
| Anu Gupta | Employee | N | 50,000 | $0.35 | Jan. 21, 2024 | n/a |
| Richard Campbell | Consultant | N | 50,000 | $0.35 | Jan. 21, 2024 | n/a |
| Darren Evans | Consultant | N | 50,000 | $0.35 | Jan. 21, 2024 | n/a |
| Trevor Keel | Employee | N | 25,000 | $0.35 | Jan. 21, 2024 | n/a |
| Chris Youth | Employee | N | 25,000 | $0.35 | Jan. 21, 2024 | n/a |
| Heather Pomeroy | Consultant | N | 35,000 | $0.35 | Jan. 21, 2024 | n/a |
| Brittany MacNeil | Consultant | N | 25,000 | $0.35 | Jan. 21, 2024 | n/a |

Total Number of optioned shares proposed for acceptance: 1,410,000 common shares

1. **Other Presently Outstanding Options:**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **Name of Optionee** | **No. of Optioned Shares(1)** | **Exercise Price** | **Original Date of Grant** | **Expiry Date** |
| Robert McKay | 62,500  62,500 | $0.20  $0.20 | June 5, 2014  July 21, 2016 | June 5, 2019  July 21, 2021 |
| James Megann | 50,000  75,000 | $0.20  $0.20 | June 5, 2014  July 21, 2016 | June 5, 2019  July 21, 2021 |
| Zephaniah Mbugua | 62,500  50,000 | $0.20  $0.20 | June 5, 2014  July 21, 2016 | June 5, 2019  July 21, 2021 |
| Wade Dawe | 62,500  75,000 | $0.20  $0.20 | June 5, 2014  July 11, 2016 | June 5, 2019  July 11, 2021 |
| Heather Pomeroy | 25,000  25,000 | $0.28  $0.20 | July 4, 2014  July 11, 2016 | July 4, 2019  July 11, 2021 |
| Rob Randall | 50,000  50,000 | $0.28  $0.20 | Sept 11, 2014  July 11, 2016 | Sept 11, 2019  July 11, 2021 |
| Carl Sheppard | 62,500  75,000 | $0.28  $0.20 | July 4, 2014  July 11, 2016 | July 4, 2019  July 11, 2021 |
| Chris Drysdale | 50,000  25,000 | $0.28  $0.20 | July 4, 2014  July 11, 2016 | July 4, 2019  July 11, 2021 |
| Paul Thomson | 37,500 | $0.28 | July 4, 2014 | July 4, 2019 |

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

1. **Additional Information** 
   1. 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.

* 1. State the date of the news release announcing the grant of options.

January 21, 2019

* 1. State the total issued and outstanding share capital at the date of grant or amendment.

53,456,575

* 1. 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.

4.32%

* 1. 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.

3,035,658

* 1. 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.

September 28, 2018 - $0.25 per share

* 1. Describe the particulars of any proposed material changes in the affairs of the Issuer.

Not applicable

1. **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).

1. All of the information in this Form 11 Notice of Proposed Stock Option Grant or Amendment is true.

Dated: January 21, 2019

Rob Randall Name of Director or Senior Officer

(Signed) *Rob Randall*

CFO, Sona Nanotech Inc.