

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: WPD Pharmaceuticals Inc. (the "Issuer").

Trading Symbol: WBIO

Date: February 10, 2020

1. New Options Granted:

Date of Grant: January 13, 2020 and January 29, 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
Mariusz Olejniczak	Officer	Yes	1,000,000	\$0.86	January 13, 2025	Nil
Christopher Cherry	Officer	Yes	500,000	\$0.86	January 13, 2025	Nil
Liam Corcoran	Director	Yes	700,000	\$0.86	January 13, 2025	Nil
Teresa Rzepczyk	Director	Yes	200,000	\$0.86	January 13, 2025	Nil
Julie Becker	Consultant	No	250,000	\$0.86	January 13, 2025	Nil
Walter Klemp	Director	Yes	750,000	\$0.86	January 13, 2025	Nil
Peter Novak	Director	Yes	500,000	\$0.86	January 13, 2025	Nil
Yari Nieken	Officer	Yes	200,000	\$0.86	January 13, 2025	Nil
Donald H. Picker, Ph.D.	Advisory Board Member	No	100,000	\$0.86	January 13, 2025	Nil
Dr. John Walling	Advisory Board Member	No	100,000	\$0.86	January 13, 2025	Nil
Sandra Silbermann	Advisory Board Member	No	100,000	\$0.86	January 13, 2025	Nil
Green Times Consulting Ltd.	Consultant	No	500,000	\$0.86	January 13, 2025	Nil
Radoslaw Borowski	Employee	No	70,000	\$0.86	January 13, 2025	Nil

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Agnieszka Czyzewska	Employee	No	70,000	\$0.86	January 13, 2025	Nil
Derwinska Katarzyna	Employee	No	70,000	\$0.86	January 13, 2025	Nil
Maria Gorna	Employee	No	35,000	\$0.86	January 13, 2025	Nil
Angelika Kaczynska	Employee	No	70,000	\$0.86	January 13, 2025	Nil
Marcin Mielecki	Employee	No	70,000	\$0.86	January 13, 2025	Nil
Ozga Magdalena	Employee	No	70,000	\$0.86	January 13, 2025	Nil
Beata Pajak	Employee	No	70,000	\$0.86	January 13, 2025	Nil
Marzena Paszulewicz	Employee	No	35,000	\$0.86	January 13, 2025	Nil
Krzysztof Wozniak	Employee	No	35,000	\$0.86	January 13, 2025	Nil
Marcin Ziemiak	Employee	No	35,000	\$0.86	January 13, 2025	Nil
Ewa Zak	Employee	No	70,000	\$0.86	January 13, 2025	Nil
Caelum Finance Ltd.	Advisor	No	2,000,000	\$0.95	January 29, 2021	Nil
Totals			7,600,000			

Total Number of optioned shares proposed for acceptance: 7,600,000 .

2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares ⁽¹⁾	Exercise Price	Original Date of Grant	Expiry Date
Nil				
Total				

(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.

No shareholder approval was required for the grant of options (including prior approval of a stock option plan).

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

January 14, 2020 and January 29, 2020.

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

111,520,388 issued and outstanding common shares at January 13, 2020 and January 29, 2020.

- (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

6.81%.

- (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.

The Issuer's Stock Option Plan (the "Plan") provides that unless authorized by the shareholders in accordance with applicable securities laws, the aggregate number of common shares reserved for issuance under the Plan, together with all of the Issuer's other previously established or proposed stock options, stock option plans, employee stock purchase plans or any other compensation or incentive mechanisms involving the issuance or potential issuance of common shares, is subject to the restrictions imposed under applicable securities laws.

- (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.

No public distribution has been completed within 90 days of the date of grant.

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

There are no particulars of any proposed material changes in the affairs of the Issuer.

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 February 10, 2020.

Mariusz Olejniczak

Name of Director or Senior
Officer

"Mariusz Olejniczak"

Signature

Chief Executive Officer

Official Capacity