

## FORM 11

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

Name of Listed Issuer: DealNet Capital Corp. (the "Issuer").

Trading Symbol: DLS

Date: June 22, 2015

#### **1. New Options Granted:**

Date of Grant: June 20, 2015

<b>Name of Optionee</b>	<b>Position (Director/ Officer/ Employee/ Consultant/ Company</b>	<b>Insider Yes or No?</b>	<b>No. of Optioned Shares</b>	<b>Exercise Price</b>	<b>Expiry Date</b>	<b>No. of Options Granted in Past 12 Months</b>
Tony Lengua	Employee	No	50,000	\$0.37	20-Jul-20	Nil
Jackie Cadavid	Employee	No	60,000	\$0.37	20-Jul-20	Nil
Paul Wheeler	Employee	No	75,000	\$0.37	20-Jul-20	Nil
Natashia Dunham	Employee	No	75,000	\$0.37	20-Jul-20	Nil
Ryan Smith	Employee	No	10,000	\$0.37	20-Jul-20	114,200
Salman Bayat	Employee	No	9,000	\$0.37	20-Jul-20	48,300
Daniel Steinberg	Employee	No	10,000	\$0.37	20-Jul-20	25,500
Miao (Clement) Cheng	Employee	No	10,000	\$0.37	20-Jul-20	16,900
Andrew Schmidt	Employee	No	10,000	\$0.37	20-Jul-20	23,300
Yashita Takyar	Employee	No	9,000	\$0.37	20-Jul-20	15,000
Vincent Camilleri	Employee	No	5,000	\$0.37	20-Jul-20	10,000
Laurie McLean	Employee	No	10,000	\$0.37	20-Jul-20	168,000
Tyler Skillen	Employee	No	6,500	\$0.37	20-Jul-20	20,500
Laura Barzelai	Employee	No	2,500	\$0.37	20-Jul-20	8,700
Lloyd Keane	Employee	No	10,000	\$0.37	20-Jul-20	27,000
Sarah Bersch	Employee	No	7,500	\$0.37	20-Jul-20	nil
Mark Pletsch	Employee	No	7,200	\$0.37	20-Jul-20	50,000
Mark Sorbello	Employee	No	10,000	\$0.37	20-Jul-20	Nil
Melanie Solidon	Employee	No	7,500	\$0.37	20-Jul-20	Nil
Marc Boudreault	Consultant	No	150,000	\$0.37	20-Jul-20	350,000

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Total Number of optioned shares proposed for acceptance: 534,200

**2. Other Presently Outstanding Options:**

Name of Optionee	No. of Optioned Shares <sup>(1)</sup>	Exercise Price	Original Date of Grant	Expiry Date
See attached list.				

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

**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.

Stock option plan will be subject to shareholder approval at next AGM.

- (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.

104,581,956

- (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.

9.3%

- (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.

639,296

- (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.

\$0.19

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

There are no 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 July 22, 2015.

Michael Hilmer  
Name of Director or Senior  
Officer

"Michael Hilmer"  
Signature

President and CEO, COO  
Official Capacity

Optionee	Number of Options	Strike Pricing	Date of Issue	Expiry
Henry Kloepper	200,000	0.275	10-Dec-12	10-Dec-15
Pierre Gagnon	200,000	0.275	10-Dec-12	10-Dec-15
Neil Romanchych	200,000	0.275	10-Dec-12	10-Dec-15
Graham Simmonds	200,000	0.275	10-Dec-12	10-Dec-15
Michels, Robert E	150,000	0.275	10-Dec-12	10-Dec-15
Wigle, Bradley	90,000	0.275	10-Dec-12	10-Dec-15
Elksnitis, John	90,000	0.275	10-Dec-12	10-Dec-15
Reid, A. Jason	90,000	0.275	10-Dec-12	10-Dec-15
Mitchell, Terri	90,000	0.275	10-Dec-12	10-Dec-15
Wilkins, Stephen	90,000	0.275	10-Dec-12	10-Dec-15
Beaumont, Lori	90,000	0.275	10-Dec-12	10-Dec-15
Street, Kelly	40,000	0.275	10-Dec-12	10-Dec-15
Lee, Miguel	60,000	0.275	10-Dec-12	10-Dec-15
Monteiro, Melissa	60,000	0.275	10-Dec-12	10-Dec-15
Rasanayagam, Kusan	60,000	0.275	10-Dec-12	10-Dec-15
Bob Cariglia	500,000	0.275	10-Dec-12	10-Dec-15
Mike Hilmer	300,000	0.275	10-Dec-12	10-Dec-15
Ashish Kapoor	300,000	0.275	10-Dec-12	10-Dec-15
Cam Wickham	75,000	0.275	10-Dec-12	10-Dec-15
Kate Simmonds	100,000	0.275	10-Dec-12	10-Dec-15
Veronica Formoso	100,000	0.275	10-Dec-12	10-Dec-15
Rick Henry	200,000	0.275	10-Dec-12	10-Dec-15
Ryan Smith	114,200	0.275	31-Jul-14	31-Jul-17
Salman Bayat	48,300	0.275	31-Jul-14	31-Jul-17
Jeffery Mo	8,000	0.275	31-Jul-14	31-Jul-17
Daniel Steinberg	25,500	0.275	31-Jul-14	31-Jul-17
Miao (Clement) Cheng	16,900	0.275	31-Jul-14	31-Jul-17
Diana Yashev	5,900	0.275	31-Jul-14	31-Jul-17
Mara Epstein	6,800	0.275	31-Jul-14	31-Jul-17
Andrew Schmidt	23,300	0.275	31-Jul-14	31-Jul-17
Yashita Takyar	15,000	0.275	31-Jul-14	31-Jul-17
Charlotte D'Arcy	12,000	0.275	31-Jul-14	31-Jul-17
Vincent Camilleri	10,000	0.275	31-Jul-14	31-Jul-17
Thomas Gutierrez	15,000	0.275	31-Jul-14	31-Jul-17
Laurie McLean	168,000	0.275	31-Jul-14	31-Jul-17
Tyler Skillen	20,500	0.275	31-Jul-14	31-Jul-17
Laura Barzelai	8,700	0.275	31-Jul-14	31-Jul-17
Lloyd Keane	27,000	0.275	31-Jul-14	31-Jul-17
Andrew Pitts	4,100	0.275	31-Jul-14	31-Jul-17
Tarrah Little	20,500	0.275	31-Jul-14	31-Jul-17
Gary Martin	500,000	0.230	17-Apr-15	17-Apr-18
Michael Hilmer	1,000,000	0.230	17-Apr-15	17-Apr-18
Daniel Drappel	200,000	0.230	17-Apr-15	17-Apr-18
Mark Pletschi	50,000	0.230	17-Apr-15	17-Apr-18
Nicole Marchand	200,000	0.230	17-Apr-15	17-Apr-18
Chris Alexander	600,000	0.230	05-Jun-15	05-Jun-20
Marc Boudreault	350,000	0.230	05-Jun-15	05-Jun-20
Steven Small	1,750,000	0.210	17-Jun-15	17-Jun-20
Harold Bridge	500,000	0.210	17-Jun-15	17-Jun-20
Brent Houlden	150,000	0.210	17-Jun-15	17-Jun-20
John Radford	150,000	0.210	17-Jun-15	17-Jun-20