

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of CNSX Issuer: Intelimax Media Inc. (the "Issuer").

Trading Symbol : IMD

Date: October 31, 2012

1. New Options Granted:

Date of Grant: N/A

- Cancel the following options**

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
Matthew Johansen	Consultant	No	225,000	\$0.23	Cancelled	0
Sequoia Partners Inc	Consultant	No	250,000	\$0.23	Cancelled	0

Total Number of optioned shares cancelled: 475,000

2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares ⁽¹⁾	Exercise Price	Original Date of Grant	Expiry Date
Movado Pictures	500,000	\$0.23	May 27, 2011	May 27, 2013
Natassia Malthe	100,000	\$0.35	May 6, 2011	May 6, 2013
Christopher Petry	250,000	\$0.45	July 6, 2011	July 6, 2013
Michael Young	750,000	\$0.38	February 10, 2012	February 10, 2017
Richard Skujins	100,000	\$0.38	February 10, 2012	February 10, 2017
Tia Sanat	50,000	\$0.38	February 10, 2012	February 10, 2017
Christopher Petry	250,000	\$0.38	February 10, 2012	February 10, 2017
Jeff Natland	400,000	\$0.38	February 10, 2012	February 10, 2017
Dean Guise	500,000	\$0.38	February 10, 2012	February 10, 2017
Manfred Schauer	350,000	\$0.38	March 1, 2012	March 1, 2017
Kyle Johnstone	50,000	\$0.38	March 1, 2012	March 1, 2017
Peter Friedman	100,000	\$0.38	March 1, 2012	March 1, 2017
Steve Voelpel	250,000	\$0.38	March 1, 2012	March 1, 2017
Michael Young	150,000	\$0.23	July 5, 2012	July 5, 2017
Christopher Petry	250,000	\$0.23	July 5, 2012	July 5, 2017
Matthew Johansen	25,000	\$0.23	July 5, 2012	July 5, 2017
Manfred Schauer	100,000	\$0.23	July 5, 2012	July 5, 2017
Kyle Johnstone	100,000	\$0.23	July 5, 2012	July 5, 2017
Steven Bubalo	100,000	\$0.23	July 5, 2012	July 5, 2017
Tia Sanat	50,000	\$0.23	July 5, 2012	July 5, 2017

(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. N/A
- (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. 43,933,035
- (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. 10%
- (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. N/A
- (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. N/A
- (g) Describe the particulars of any proposed material changes in the affairs of the Issuer. N/A

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 CNSX 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 CNSX 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 October 31, 2012

Michael Young
Name of Director or Senior Officer

"Michael Young"
Signature

President, CFO & Director
Official Capacity