PURE GLOBAL CANNABIS INC.
(the "**Company**")

Form 51-102F6V
Statement of Executive Compensation – Venture Issuers
(for the year ended December 31, 2018)

For the purpose of this Statement of Executive Compensation:

"company" includes other types of business organizations such as partnerships, trusts and other unincorporated business entities;

"compensation securities" includes stock options, convertible securities, exchangeable securities and similar instruments including stock appreciation rights, deferred share units and restricted stock units granted or issued by the company or one of its subsidiaries for services provided or to be provided, directly or indirectly, to the company or any of its subsidiaries;

"incentive plan" means any plan providing compensation that depends on achieving certain performance goals or similar conditions within a specified period;

"**named executive officer**" or "**NEO**" means each of the following individuals:

(a) each individual who, in respect of the company, during any part of the most recently completed financial year, served as chief executive officer ("**CEO**"), including an individual performing functions similar to a chief executive officer;

(b) each individual who, in respect of the company, during any part of the most recently completed financial year, served as chief financial officer ("**CFO**"), including an individual performing functions similar to a chief financial officer;

(c) in respect of the company and its subsidiaries, the most highly compensated executive officer other than the individuals identified in paragraphs (a) and (b) at the end of the most recently completed financial year whose total compensation was more than $150,000, as determined in accordance with subsection 1.3(5), for that financial year;

(d) each individual who would be a named executive officer under paragraph (c) but for the fact that the individual was not an executive officer of the company, and was not acting in a similar capacity, at the end of that financial year;

"plan" includes any plan, contract, authorization, or arrangement, whether or not set out in any formal document, where cash, compensation securities or any other property may be received, whether for one or more persons; and

"**underlying securities**" means any securities issuable on conversion, exchange or exercise of compensation securities.

DIRECTOR AND NAMED EXECUTIVE OFFICER COMPENSATION

The following information is presented in accordance with Form 51-102F6V – *Statement of Executive Compensation – Venture Issuers,* and provides details of all compensation for each of the directors and named executive officers of the Company for the years ended December 31, 2018 and November 30, 2017.

During the financial year ended December 31, 2018, the Company had two (2) NEOs, namely Malay Panchal, CEO and a director and Bhupender Gosain, CFO and Corporate Secretary. There were no other executive officers of the Company who individually earned more than $150,000 in total compensation.

During the financial year ended November 30, 2017, the Company had five (5) NEOs, namely Navraj Pannu, former CEO and a director, Anthony Jackson, former CFO, Corporate Secretary and a director, Bryce Clark, former CEO and a director, Greg Amor, former CEO and a director, and Mike Blady, former CEO, President and a director. There were no other executive officers of the Company who individually earned more than $150,000 in total compensation.

Director and Named Executive Officer Compensation (excluding Compensation Securities)

The following table sets out all compensation paid, payable, awarded, granted, given, or otherwise provided, directly or indirectly, by the Company to each current and former NEO and director, in any capacity, for the years ended December 31, 2018 and November 30, 2017.

Table of compensation excluding compensation securities							
Name and Position	**Fiscal Year**	**Salary, Consulting Fees, Retainer or Commission ($)**	**Bonus ($)**	**Committee or Meeting Fees ($)**	**Value of Perquisites ($)**	**Value of All other compensation ($)[4]**	**Total compensation ($)**
Malay Panchal *CEO and a Director*	2018 2017	203,331 Nil	1,733,706 Nil	Nil Nil	Nil Nil	206,129 Nil	2,143,166 Nil
Bhupender Gosain *CFO and Corporate Secretary*	2018 2017	100,627[1] Nil	Nil Nil	Nil Nil	Nil Nil	55,566[1] Nil	156,193 Nil
Chandra Panchal *Director*	2018 2017	Nil Nil	Nil Nil	21,102[2] Nil	Nil Nil	61,423 Nil	82,525 Nil
Alberto Beraldo *Director*	2018 2017	Nil Nil	Nil Nil	16,750 Nil	Nil Nil	11,305 Nil	28,055 Nil
Jane Pagel *Director*	2018 2017	Nil Nil	Nil Nil	14.500 Nil	Nil Nil	11,305 Nil	25,805 Nil
Brian O'Neill *Director*	2018 2017	Nil Nil	Nil Nil	16,250 Nil	Nil Nil	11,305 Nil	27,555 Nil
Anthony Jackson *Former CFO, Corporate Secretary and a Director*	2018 2017	Nil Nil	Nil Nil	Nil Nil	Nil Nil	Nil 55,650[3]	Nil 55,650

Notes:

(1) *Includes professional fees paid to BKG Professional Corporation, the company controlled by Bhupender Gosain.*

(2) *Including professional fees paid to Panford Investment Corporation, the company controlled by Chandra Panchal*

(3) *Professional fees paid to Bridgemark Financial Corp. and Jackson & Company, companies controlled by Anthony Jackson.*
(4) *Represents fair value of stock options expensed during the period*

Stock Options and Other Compensation Securities

Particulars of the compensation securities granted or issued to each director and named executive officer by the Company during the year ended December 31, 2018 for services provided or to be provided, directly or indirectly, to the Company are set out below:

COMPENSATION SECURITIES GRANTED OR ISSUED							
Name and Position	**Type of Security**	**Number of Underlying Securities**	**% of Class (%)**	**Date of Issue or Grant**	**Expiry Date of Compensation Security**	**Issue, Conversion or Exercise Price ($)**	**Closing Price of Security or Underlying Security on Date of Grant ($)**
Malay Panchal *CEO and a Director*	Stock Option	2,000,000	1.35%	January 10, 2018	January 10, 2023	0.25(1)	0.25(1)
	Stock Option	500,000	.034%	July 9, 2018	July 9, 2023	0.33	0.33
	Bonus Share	3,095,904	2.09%	April 2, 2018	N/A	0.28(2)	0.28(2)
	Bonus Share	3,595,905	2.09%	July 9, 2018	N/A	0.28(2)	0.28(2)
Bhupender Gosain *CFO and Corporate Secretary*	Stock Option	250,000	0.17%	May 15, 2018	May 15, 2023	0.33	0.33
	Stock Option	250,000	0.17%	July 9, 2018	July 9, 2023	0.33	0.33
Chandra Panchal *Director*	Stock Option	250,000	0.17%	April 2, 2018	April 2, 2023	0.33	0.33
	Stock Option	550,000	0.37%	July 9, 2018	July 9, 2023	0.33	0.33
Albert Beraldo *Director*	Stock Option	350,000	0.24%	July 9, 2018	July 9, 2023	0.33	0.33
Jane Pagel *Director*	Stock Option	350,000	0.24%	July 9, 2018	July 9, 2023	0.33	0.33
Brian O'Neill *Director*	Stock Option	350,000	0.24%	July 9, 2018	July 9, 2023	0.33	0.33

Notes:

(1) Issued prior to the reverse takeover transaction involving the Company and PureSinse Inc. Exercise price equals the estimated fair value of shares on the date of grant.
(2) Granted prior to the reverse takeover transaction involving the Company and PureSinse Inc. Bonus shares issued at a deemed fair value of $0.28 per share.

Exercise of Compensation Securities

During the financial year ended December 31, 2018, none of the directors or Named Executive Officers of the Company exercised any compensation securities.

Stock Option Plan and Other Incentive Plans

The Company has in effect a "rolling" stock option plan (the "**Stock Option Plan**") which sets the number of options available for grant by the Company at an amount equal to up to a maximum of 10% of the Company's issued and outstanding common shares from time to time, less any common shares reserved for issuance under other share compensation arrangements. Under the policies of the TSX Venture Exchange a rolling stock option plan must be re-approved on a yearly basis by shareholders. The Stock Option Plan was re-approved at the October 5, 2018 annual general meeting of the Company's shareholders.

The purpose of the Stock Option Plan is to provide effective incentives to directors, officers, senior management personnel and employees of the Company and to enable the Company to attract and retain experienced and qualified individuals in those positions by permitting such individuals to directly participate in an increase in per share value created for the Company's Shareholders. The Company has no equity compensation plans other than the Stock Option Plan. Some of the key provisions of the Stock Option Plan are as follows:

- the Stock Option Plan reserves, for issue pursuant to stock options, a maximum number of common shares equal to 10% of the outstanding common shares of the Company from time to time;

- the number of common shares reserved for issue to any one person in any 12 month period under the Stock Option Plan may not exceed 5% of the outstanding common shares at the time of grant without Disinterested Shareholder Approval (as defined in Policy 4.4 of the Exchange);

- the number of common shares reserved for issue to any persons performing Investor Relations Activities on behalf of the Company in any 12 month period under the Stock Option Plan may not exceed 2% of the outstanding common shares at the time of grant;

- stock options granted to Consultants performing Investor Relations Activities must vest (and not otherwise be exercisable) in stages over a minimum of 12 months with no more than ¼ of the options vesting in any 3 month period;

- the grant to Insiders within a 12 month period, of a number of options may not exceed 10% of the outstanding common shares at the time of exercise without Disinterested Shareholder Approval;

- the issuance to any one optionee within a 12 month period, of a number of shares exceeding 5% of the outstanding common shares at the time of granting the options without Disinterested Shareholder Approval;

- the exercise price per common share for a stock option may not be less than the Discounted Market Price (as calculated pursuant to the policies of the Exchange), subject to a minimum price of $0.10;

- stock options may have a term not exceeding ten years;

- if an optionee dies prior to the expiry of his option, his heirs, administrators or legal representatives may, by the earlier of (a) one year from the date of the optionee's death (or such lesser period as may be specified by the Board at the time of granting the option); and (b) the expiry date of the option, exercise any portion of such option;
- if an optionee ceases to be a Director, Officer, Employee or Consultant for any reason other than death, such optionee's option will terminate within a reasonable period;
- stock options are non-assignable and non-transferable; and
- the Stock Option Plan contains provisions for adjustment in the number of common shares or other property issuable on exercise of stock options in the event of a share consolidation or subdivision of the Company's common shares, or if the Company is a party to a reorganization, merger,

As of the date hereof, the Company does not have any incentive plans other than the Stock Option Plan.

Employment, Consulting and Management Agreements and Arrangements

There were no employment, consulting or management agreements and/or arrangements under which compensation was provided during the year ended December 31, 2018 or is payable in respect of services provided to the Company that were (a) performed by a director or NEO; or (b) performed by any other party but are services typically provided by a director or a NEO other than those disclosed in the table above.

Oversight and Description of Director and Named Executive Officer Compensation

The Board, with the recommendation of the compensation committee, determines the compensation payable to the directors of the Corporation and reviews such compensation annually.

For the fiscal year ending December 31, 2018, each director was entitled to (i) a $24,000 annual fee for attending board meetings, with an additional $12,000 payable to the chairman of the Board, $7,500 payable to the chair of the audit committee, $5,000 payable to the chairs of the Governance committee and Compensation committee, and $2,000 payable to each of the compensation committee members; (ii) $nil per day for each meeting attended in person; (iii) $nil for each meeting attended by telephone upon furnishing an invoice for same; (iv) reimbursement for travel and other meeting-related expenses and may, from time to time, be awarded stock options under the provisions of the Plan.

As disclosed above in "*Stock Options and Other Compensation Securities*", stock options were issued to the directors of the Board on July 9, 2018 at an exercise price of $0.33 per stock option. Other than the foregoing, there are no other arrangements under which the directors of the Corporation were compensated by the Corporation during the most recently completed financial year end for their services in their capacity as directors.

Pension disclosure

The Company does not have a pension plan, retirement plan, deferred compensation plan or similar plan.