LA JOLLA CAPITAL INC.

(the “**Company**”)

Form 51-102F6V

STATEMENT OF EXECUTIVE COMPENSATION

(for the fiscal year ended June 30, 2017)

General

For the purpose of this Statement of Executive Compensation:

“**CEO”** means an individual who acted as chief executive officer of the Company, or acted in a similar capacity, for any part of the most recently completed financial year;

“**CFO**” means an individual who acted as chief financial officer of the Company, or acted in a similar capacity, for any part of the most recently completed financial year;

Named Executive Officer (“**NEO**”) means each of the following individuals:

a. a CEO;
b. a CFO;
c. each of the three most highly compensated executive officers of the Company, including any of its subsidiaries, or the three most highly compensated individuals acting in a similar capacity, other than the CEO and CFO, at the end of the most recently completed financial year and whose total compensation was, individually, more than $150,000 as determined in accordance with applicable securities laws; and
d. each individual who would be a NEO under paragraph (c) but for the fact that the individual was neither an executive officer of the Company, nor acting in a similar capacity at the end of the most recently completed financial year.

“external management company” includes a subsidiary, affiliate or associate of the external management company;

Based on the foregoing definition, during the last completed fiscal year ended June 30, 2016, the Company had **two (2)** NEO’s, namely, **Eugene Beukman**, CEO and President and **Damanjit Gahunia,** CFO.

DIRECTOR AND NEO COMPENSATION

Director and NEO compensation, excluding options and compensation securities

The following table sets forth all compensation paid, payable, awarded, granted, given, or otherwise provided, directly or indirectly, by the Company or its subsidiary, to each NEO and director of the Company, in any capacity, including, for greater certainty, all plan and non-plan compensation, direct and indirect pay, remuneration, economic or financial award, reward, benefit, gift or perquisite paid, payable, awarded, granted, given or otherwise provided to the NEO or a director of the Company for services provided and for services to be provided, directly or indirectly, to the Company or its subsidiary.

Table of compensation excluding compensation securities

Name and position	Year Ended June 30	Salary, consulting fee, retainer or commission ($)	Bonus ($)	Committee or meeting fees ($)	Value of perquisites ($)	Value of all other compensation ($)	Total compensation ($)
Eugene Beukman(1) *CEO, President, Director*	2017 2016	36,000(2) 37,500(2)	Nil Nil	Nil Nil	Nil Nil	36,000(3) 29,000(3)	72,000 66,500
Damanjit Gahunia(3) *CFO Director*	2017 2016	Nil Nil	Nil Nil	Nil Nil	Nil Nil	Nil Nil	Nil Nil
Amandeep Thindal(4) *CFO*	2017 2016	60,000 80,000	Nil Nil	Nil Nil	Nil Nil	Nil Nil	60,000 80,000

(1) Eugene Beukman was appointed CEO and President effective June 13, 2015 and Director effective June 17, 2015.

(2) This amount was paid to Beukman and Associates Enterprise Limited, a private company wholly-owned by Eugene Beukman.

(3) This amount was paid to Pender Street Corporate Consulting Ltd. ("**PSCC**"), a private company wholly-owned by Eugene Beukman, pursuant to a Management Contract for management, accounting and administrative services provided to the Company (see "External Management Companies" below).

(4) Damanjit Gahunia was appointed Chief Financial Officer on June 13, 2015 and Director effective June 17, 2015.

(5) Aman Thindal was appointed Director effective June 17, 2015.

External Management Companies

PSCC is a private company wholly-owned by Eugene Beukman, President, CEO and a director of the Company.

Pursuant to an agreement dated for reference June 13, 2015, amended April 1, 2016, the Company entered into a management agreement (the "**Management Contract**") with PSCC of Suite 810 – 789 West Pender Street, Vancouver, British Columbia, V6C 1H2, and provides management, accounting and administrative services to the Company in accordance with the terms of the Management Contract for a monthly fee of $3,000 plus applicable taxes and reimbursement of all out-of-pocket expenses incurred on behalf of the Company. PSCC is also entitled to charge a 1.5% administration fee on all disbursements actually paid by it to a maximum of $200 per disbursement, and to charge interest of 2% on all disbursements not reimbursed within thirty (30) days. The Management Contract is for an initial term of twelve (12) months, to be automatically renewed for further twelve (12) month periods unless ninety (90) days' notice of non-renewal has been given. The Management Contract can be terminated by either party on ninety (90) days' written notice. It can also be terminated by the Company for cause without prior notice or upon the mutual consent in writing of both parties. If there is a take-over or change of control of the Company resulting in the termination of the Management Contract, the Company is to pay PSCC an amount equal to twelve (12) months of fees.

During the most recently completed financial year, the Company paid or accrued $36,000 in management and accounting fees.

Stock Options and Other Compensation Securities

The Company does not have a stock option plan or any other compensation securities in place.

Exercise of Compensation Securities by Directors and NEOs

The Company does not have a stock option plan or any other compensation securities in place.

Stock Option Plans and Other Incentive Plans

The Company does not have a stock option plan or other incentive plans in place.

Employment, consulting and management agreements

Except as disclosed above under “External Management Companies” above, the Company does not have any employment, consulting or management agreements or arrangements with any of the Company’s current NEOs or directors.

Oversight and description of director and named executive officer compensation

The primary goal of the Company’s executive compensation program is to attract and retain the key executives necessary for the Company’s long term success, to encourage executives to further the development of the Company and its operations, and to motivate top quality and experienced executives. The key elements of the executive compensation program are: (i) base salary; (ii) potential annual incentive award; and (iii) incentive stock options. The directors are of the view that all elements of the total program should be considered, rather than any single element.

The Board of Directors is responsible for determining all forms of compensation, including long-term incentive in the form of stock options, to be granted to the CEO, or such person acting in capacity of CEO of the Company, the directors and management, and for reviewing the recommendations respecting compensation of the other officers of the Company, to ensure such arrangements reflect the responsibilities and risks associated with each position.

The Board of Directors periodically reviews the compensation paid to directors, officers, and management based on such factors as: i) recruiting and retaining executives critical to the success of the Company and the enhancement of shareholder value; ii) providing fair and competitive compensation; iii) balancing the interests of management and the Company’s shareholders; and iv) rewarding performance, both on an individual basis and with respect to operations in general.

In general, the Company will provide a specific benefit or perquisite only when it provides competitive value and promotes retention of executives, or when the perquisite provides shareholder value, such as ensuring the health of executives. The limited perquisites the Company provides its executives may include a parking allowance or a fee for each board or Audit Committee meeting attended, to assist with their out-of-pocket costs, such benefits and perquisites as set out, respectively, in the “Table of compensation excluding compensation securities” above.

Pension disclosure

The Company does not have any pension, defined benefit, defined contribution or deferred compensation plans in place.