

ChroMedX Corp.
(the "Company")

FORM 51-102F6V
STATEMENT OF EXECUTIVE COMPENSATION
(For the Year Ended September 30, 2017)

GENERAL

The following information, dated as of March 29, 2018, is provided as required under Form 51-102F6V for Venture Issuers (the "**Form**"), as such term is defined in National Instrument 51-102.

For the purposes of this Form, a "**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 CEO;
- (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 CFO;
- (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 NEO 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.

Based on the foregoing Ashwani Kaushal, former President and CEO and Chris Hopkins CFO.

DIRECTOR AND NEO COMPENSATION**Director and NEO Compensation, Excluding Options and Compensation Securities**

The following table of compensation, excluding options and compensation securities, provides a summary of the compensation paid by the Company to each NEO and director of the Company for the two most recently completed financial years ended September 30, 2017 and 2016. Options and compensation securities are disclosed under the heading “Stock Options and Other Compensation Securities and Instruments” of this Form.

Table of Compensation, Excluding Compensation Securities							
Name and position	Year⁽¹⁾	Salary, consulting fee, retainer or commission (\$)⁽²⁾	Bonus (\$)⁽²⁾	Committee or meeting fees (\$)⁽²⁾	Value of perquisites (\$)⁽²⁾	Value of all other compensation (\$)⁽²⁾	Total compensation (\$)⁽²⁾
Ashwani Kaushal ⁽⁴⁾ President, Chief Executive Officer	2017 2016	182,500 31,250	Nil Nil	Nil Nil	Nil Nil	Nil Nil	182,500 31,250
Wayne Maddever ⁽⁴⁾ President, Chief Executive Officer	2017 2016	N/A 135,000	Nil Nil	Nil Nil	Nil Nil	Nil Nil	N/A 135,000
Chris Hopkins Chief Financial Officer	2017 2016	16,000 6,000	Nil Nil	Nil Nil	Nil Nil	Nil Nil	16,000 6,000
James Samsoundar Director	2017 2016	N/A N/A	Nil Nil	Nil Nil	Nil Nil	Nil Nil	N/A N/A
George Langdon Director	2017 2016	24,000 8,500	Nil Nil	Nil Nil	Nil Nil	Nil Nil	24,000 8,500
Gerard Edwards ⁽⁸⁾ Director	2017 2016	Nil 12,000	Nil Nil	Nil Nil	Nil Nil	Nil Nil	Nil 12,000
Michael Minder Director	2017 2016	Nil Nil	Nil Nil	Nil Nil	Nil Nil	Nil Nil	Nil Nil

NOTES:

- (1) Financial years ended September 30.
 - (2) All amounts shown were paid in Canadian currency, the reporting currency of the Company.
 - (3) This table does not include any amount paid as reimbursement of expenses incurred on behalf of the Company
 - (4) Mr Maddever resigned as President and Chief Executive Officer on July 26, 2016 and Mr. Kaushal was appointed in his stead
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Stock Options and Other Compensation Securities and Instruments

The following table of compensation securities provides a summary of all compensation securities granted or issued by the Company to each NEO and director of the Company for the financial year ended September 30, 2017, for services provided or to be provided, directly or indirectly, to the Company or any of its subsidiaries:

Compensation Securities							
Name and position	Type of compensation security	Number of compensation securities, number of underlying securities, and percentage of class	Date of issue or grant	Issue, conversation or exercise price (\$)	Closing price of security or underlying security on date of grant (\$)	Closing price of security or underlying security at year end (\$)	Expiry Date
Ashwani Kaushal President, Chief Executive Officer	Stock Options	1,000,000 1,450,000	17-06-09 16-10-24	\$0.30 \$0.15	\$0.29 \$0.15	\$0.27	22-06-09 21-10-24
Wayne Maddever President, Chief Executive Officer	Stock Options	N/A	N/A	N/A	N/A	N/A	N/A
Chris Hopkins Chief Financial Officer	Stock Options	N/A	N/A	N/A	N/A	N/A	N/A
James Samsouard Director	Stock Options	150,000	17-06-09	\$0.30	\$0.29	\$0.27	22-06-09
George Langdon Director	Stock Options	150,000	17-06-09	\$0.30	\$0.29	\$0.27	22-06-09
Gerard Edwards Director	Stock Options	250,000	17-06-09	\$0.30	\$0.29	\$0.27	22-06-09
Michael Minder Director	Stock Options	150,000	17-06-09	\$0.30	\$0.29	\$0.27	22-06-09

NOTES:

- (1) Closing price on September 30, 2017, being the last day of the financial year on which the Company's shares traded.

The following table provides a summary of each exercise of compensation securities by each NEO and director of the Company for the financial year ended September 30, 2017:

Exercise of Compensation Securities							
Name and position	Type of compensation security	Number of underlying securities exercised	Exercise price per security (\$)	Date of exercise	Closing price per security on date of exercise (\$)	Difference between exercise price and closing price on date of exercise (\$)	Total value on exercise date (\$)
Ashwani Kaushal President, Chief Executive Officer	N/A	Nil	N/A	N/A	N/A	N/A	N/A
Wayne Maddever President, Chief Executive Officer	N/A	Nil	N/A	N/A	N/A	N/A	N/A
Chris Hopkins Chief Financial Officer	N/A	Nil	N/A	N/A	N/A	N/A	N/A
James Samsoundar Director	N/A	Nil	N/A	N/A	N/A	N/A	N/A
George Langdon Director	N/A	Nil	N/A	N/A	N/A	N/A	N/A
Gerard Edwards ⁽⁸⁾ Director	N/A	Nil	N/A	N/A	N/A	N/A	N/A
Michael Minder Director	N/A	Nil	N/A	N/A	N/A	N/A	N/A

Stock Option Plan and Other Incentive Plans

The Company has no other incentive plans other than its stock option plan (the “**Option Plan**”). The Option Plan provides that the Board may from time to time, in its discretion grant to directors, officers and technical consultants to the Company, non-transferable options to purchase Common Shares for a period of up to five years from the date of the grant provided that the number of Common Shares reserved for issuance may not exceed 20% of the total issued and outstanding Common Shares of the Company at the date of the grant. The purpose of the Option Plan established by the Company is to promote the profitability and growth of the Company by facilitating the efforts of the Company to obtain and retain key individuals. The Option Plan provides an incentive for and encourages ownership of the Company's Common Shares by its key individuals so that they may increase their stake in the Company and benefit from increases in the value of the Company's Common Shares.

The following is a summary of the material terms of the Option Plan:

1. Stock options may be granted to directors, officers, employees and consultants of the Company or any subsidiary of the Company.
2. The aggregate number of options granted to any option holder in a twelve month period must not exceed 20% of the issued and outstanding common shares of the Company, and the maximum number of options which may be granted to insiders within any twelve month period must not exceed 20% of the issued and outstanding common shares of the Company (unless the Company has obtained disinterested shareholder approval of such grants as required by the Exchange).
3. The exercise price of the options to be granted under the Option Plan will be determined by the Board and will not be less than the market value of the common shares as of the date of grant, as permitted by the Exchange.
4. The term of the options will not exceed 10 years, subject to earlier termination after certain events such as the option holder's ceasing to be an option holder, disability or death.
5. The Option Plan does not provide for mandatory vesting provisions of the options. Options granted under the Option Plan may contain vesting provisions at the discretion of the Board (or a committee thereof).

As at the date of this Form, the Company had 82,667,223 common shares issued and outstanding so that a maximum of 16,533,444 common shares would be available for issuance pursuant to the stock options granted under the Option Plan. Currently there are 12,242,000 stock options outstanding leaving 4,291,444 common shares available for grant of further options under the Option Plan.

Employment, Consulting and Management Agreements

Management functions of the Company are substantially performed by directors or senior officers (or private companies controlled by them, either directly or indirectly) of the Company and not, to any substantial degree, by any other person with whom the Company has contracted.

Oversight and Description of Director and NEO Compensation

Compensation, Philosophy And Objectives

The Board meets to discuss and determine management compensation, without reference to formal objectives, criteria or analysis. The general objectives of the Company's compensation strategy are to (a) compensate management in a manner that encourages and rewards a high level of performance and outstanding results with a view to increasing long-term shareholder value; (b) align management's interests with the long-term interests of shareholders; and (c) ensure that the total compensation package is designed in a manner that takes into account the constraints that the Company is under by virtue of the fact that it is a junior mineral exploration company without a history of earnings.

The Board, as a whole, ensures that total compensation paid to all Named Executive Officers (or NEOs), as hereinafter defined, is fair and reasonable. The Board as a whole recommends levels of executive compensation that are competitive, motivating and commensurate with the time spent by executive officers in meeting their obligations. The Board relies on the experience of its members in assessing compensation levels.

Analysis Of Elements

Base salary is used to provide the Named Executive Officers a set amount of money during the year with the expectation that each Named Executive Officer will perform his responsibilities to the best of his ability and in the best interests of the Company.

The Company considers the granting of incentive stock options to be a significant component of executive compensation as it allows the Company to reward each NEO's efforts to increase value for shareholders without requiring the Company to use cash from its treasury. Stock options are generally awarded to executive officers at the commencement of employment and periodically thereafter. The terms and conditions of the Company's stock option grants, including vesting provisions and exercise prices, are governed by the terms of the Company's stock option plan (the "**Option Plan**"). A description of the significant terms of the Option Plan is found under the heading "Particulars of Other Matters to be Acted Upon – Ratification of Stock Option Plan".

Option-Based Awards

The Company has no long-term incentive plans other than the Option Plan. The Company's directors, employees, officers and certain consultants are entitled to participate in the Option Plan. The Option Plan is designed to encourage share ownership and entrepreneurship on the part of the senior management and other employees. The Board believes that the Option Plan aligns the interests of the NEOs and the Board with shareholders by linking a component of executive compensation to the longer term performance of the Company's common shares.

Options are granted by the Board. In monitoring or adjusting the option allotments, the Board takes into account its own observations on individual performance (where possible) and its assessment of individual contribution to shareholder value, previous option grants and the objectives set for the NEOs and the Board. The scale of options is generally commensurate to the appropriate level of base compensation for each level of responsibility.

In addition to determining the number of options to be granted pursuant to the methodology outlined above, the Board also makes the following determinations:

- parties who are entitled to participate in the Option Plan;
- the exercise price for each stock option granted, subject to the provision that the exercise price cannot be lower than the prescribed discount permitted by the Exchange from the market price on the date of grant;

- the date on which each option is granted;
- the vesting period, if any, for each stock option;
- the other material terms and conditions of each stock option grant; and
- any re-pricing or amendment to a stock option grant.

The Board makes these determinations subject to and in accordance with the provisions of the Option Plan. The Board reviews and approves grants of options on an annual basis and periodically during a financial year.

There is no restriction on NEOs or Directors regarding the purchase of financial instruments, including prepaid variable forward contracts, equity swaps, collars or units or exchange funds that are designed to hedge or offset a decrease in market value of equity securities granted as compensation or held directly or indirectly by the NEO or Director for the financial year ended September 30, 2017.

No NEO or Director, directly or indirectly, purchased any financial instruments or employed a strategy to hedge or offset a decrease in market value of equity securities granted as compensation or held.

Pension

The Company does not have any form of pension plan that provides for payments or benefits to the NEO at, following, or in connection with retirement. The Company does not have any form of deferred compensation plan.