BLOCK X CAPITAL CORP. (the "Company")

FORM 51-102F6V STATEMENT OF EXECUTIVE COMPENSATION FOR THE YEAR ENDED DECEMBER 31, 2018

Introduction

The following information, dated as of June 28, 2019, is provided pursuant to Form 51-102F6V – *Statement of Executive Compensation for Venture Issuers*. Venture Issuer has the meaning as defined in National Instrument 51-102 – *Continuous Disclosure Obligations*.

For the purpose of this Form, a "Named Executive Officer" or "NEO" means (i) each individual who, during any part of the financial year ended December 31, 2018, served as the Company's Chief Executive Officer ("CEO") or Chief Financial Officer ("CFO"), (ii) the Company's most highly compensated executive officer (other than the CEO and the CFO), as at December 31, 2018 whose total compensation was, individually, more than \$150,000 for that financial year; and (iii) each individual who would have satisfied the criteria in (ii) but for the fact that such individual was neither an executive officer of the Company, nor acting in a similar capacity, at the end of such financial year.

For the financial year ending December 30, 2018, the Company had the following Named Executive Officers: Rahim Rajwani, CFO and Interim President and CEO of the Company and Darius Eghdami, President and CEO of the Company.

Director and Named Executive Officer Compensation, Excluding 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, current or former, for the completed financial years ended December 31, 2018 and 2017.

Table of compensation excluding compensation securities										
Name and position	Year	Salary, consulting fee, retainer or commission (\$)	Bonus (\$)	Committee or meeting fees (\$)	Value of perquisites (\$)	Value of all other compensation (\$)	Total compensation (\$)			
Rahim Rajwani	2017	Nil	Nil	Nil	Nil	Nil	Nil			
CFO, Interim CEO and Director ⁽¹⁾	2018	105,000	Nil	Nil	Nil	Nil	105,000			
Darius	2017	Nil	Nil	Nil	Nil	Nil	Nil			
Eghdami <i>CEO</i> ⁽²⁾	2018	Nil	Nil	Nil	Nil	Nil	Nil			
Lubica	2017	Nil	Nil	Nil	Nil	Nil	Nil			
Niemann <i>CFO</i> ⁽³⁾	2018	N/A	N/A	N/A	N/A	N/A	N/A			

Name and position	Year	Salary, consulting fee, retainer or commission (\$)	Bonus (\$)	Committee or meeting fees (\$)	Value of perquisites (\$)	Value of all other compensation (\$)	Total compensation (\$)
Ian Harris	2017	Nil	Nil	Nil	Nil	Nil	Nil
Director (4)	2018	N/A	N/A	N/A	N/A	N/A	N/A
Emily Davis	2017	Nil	Nil	Nil	Nil	Nil	Nil
Director	2018	Nil	Nil	Nil	Nil	Nil	Nil
Cale Moodie	2017	Nil	Nil	Nil	Nil	Nil	Nil
Director (5)	2018	Nil	Nil	Nil	Nil	Nil	Nil
Zyshan Kaba	2017	Nil	Nil	Nil	Nil	Nil	Nil
Director (6)	2018	Nil	Nil	Nil	Nil	Nil	Nil
Michele	2017	Nil	Nil	Nil	Nil	Nil	Nil
Romanow <i>Director</i> ⁽⁷⁾	2018	Nil	Nil	Nil	Nil	Nil	Nil
Hani Zabaneh	2017	N/A	N/A	N/A	N/A	N/A	N/A
Director (8)	2018	Nil	Nil	Nil	Nil	Nil	Nil

- (1) Rahim Rajwani was (i) a director of the Company from November 1, 2018 to February 11, 2019, (ii) the CFO of the Company from December 30, 2017 to February 11, 2019, and (iii) the Interim CEO of the Company from July 11, 2018 to February 11, 2019.
- (2) Darius Eghdami was the CEO of the Company from December 30, 2017 to July 11, 2018.
- (3) Lubica Niemann resigned as the CFO of the Company on December 30, 2017.
- (4) Ian Harris resigned as a director of the Company on December 30, 2017.
- (5) Cale Moodie resigned as a director of the Company on September 26, 2018.
- (6) Zyshan Kaba was a director of the Company from December 30, 2017 to November 28, 2018.
- (7) Michele Romanow was a director of the Company from December 30, 2017 to November 1, 2018.
- (8) Hani Zabaneh was appointed as a director of the Company on November 29, 2018.

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, current and former, for the financial year ended December 31, 2018, 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, conversi on 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	
Rahim Rajwani ⁽¹⁾ CFO, Interim CEO and Director	Option	150,000	January 11, 2018	\$0.43	\$0.43	\$0.05	January 11, 2023	

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, conversi on 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		
Darius Eghdami ⁽²⁾ CEO	Option	500,000	January 11, 2018	\$0.43	\$0.43	\$0.05	January 11, 2023		
Emily Davis (3) Director	N/A	N/A	N/A	N/A	N/A	N/A	N/A		
Cale Moodie ⁽⁴⁾ Director	N/A	N/A	N/A	N/A	N/A	N/A	N/A		
Zyshan Kaba ⁽⁵⁾ Director	Option	200,000	January 11, 2018	\$0.43	\$0.43	\$0.05	January 11, 2023		
Michele Romanow ⁽⁶⁾ Director	Option	350,000	January 11, 2018	\$0.43	\$0.43	\$0.05	January 11, 2023		
Hani Zabaneh ⁽⁷⁾ Director	N/A	N/A	N/A	N/A	N/A	N/A	N/A		

- (1) On December 31, 2018, Rahim Rajwani held a total of 150,000 stock options.
- (2) On December 31, 2018, Darius Eghdami held a total of 500,000 stock options.
- (3) On December 31, 2018, Emily Davis held a total of 175,000 stock options.
- (4) On December 31, 2018, Cale Moodie held a total of 0 stock options.
- (5) On December 31, 2018, Zyshan Kaba held a total of 200,000 stock options.
- (6) On December 31, 2018, Michele Romanow held a total of 350,000 stock options.
- (7) On December 31, 2018, Hani Zabaneh held a total of 0 stock options.
- (8) No compensation securities have been amended during the financial year ended December 31, 2018.
- (9) There are no restrictions or conditions for exercising the stock options granted to each NEO and director listed in this table.

The following table provides a summary of each exercise of compensation securities by each NEO and director of the Company, current and former, for the financial year ended December 31, 2018:

	Exercise of Compensation Securities by Directors and NEOs									
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 (\$)			
Rahim Rajwani CFO, Interim CEO and Director	Nil	Nil	Nil	Nil	Nil	Nil	Nil			
Darius Eghdami <i>CEO</i>	Nil	Nil	Nil	Nil	Nil	Nil	Nil			
Emily Davis Director	Nil	Nil	Nil	Nil	Nil	Nil	Nil			
Cale Moodie Director	Nil	Nil	Nil	Nil	Nil	Nil	Nil			
Zyshan Kaba Director	Nil	Nil	Nil	Nil	Nil	Nil	Nil			
Michele Romanow <i>Director</i>	Nil	Nil	Nil	Nil	Nil	Nil	Nil			
Hani Zabaneh <i>Director</i>	Nil	Nil	Nil	Nil	Nil	Nil	Nil			

Stock Option Plan

Effective December 8, 2016, the board of directors of the Company (the "Board") adopted a rolling 10% stock option plan (the "Plan"), which Plan was drafted in accordance with the latest policies and rules of the Canadian Securities Exchange ("CSE"). The Plan was accepted for filing by the CSE. The Plan was approved by shareholders of the Company at its last annual general meeting held on September 28, 2018 and will be required to be approved by shareholders of the Company at its next annual general meeting.

The purpose of the Plan is to allow the Company to grant options to directors, officers, employees, management company employees and consultants, as additional compensation, and as an opportunity to participate in the success of the Company. The granting of such options is intended to align the interests of such persons with that of the shareholders. Under the Plan, options may be granted with exercise periods of up to five (5) years as determined by the Board of the Company and are required to have an exercise price no less than the closing market price of the Company's common shares (the "Shares") prevailing on the day that the option is granted less any applicable discount allowed by the CSE or any other stock exchange on which the Shares are listed for trading. Pursuant to the Plan, the Board may from time to time authorize the issue of options to directors,

officers, employees and consultants of the Company and its subsidiaries or employees of companies providing management or consulting services to the Company or its subsidiaries. The maximum number of Shares which may be issued pursuant to options granted under the Plan will be a maximum of 10% of the issued and outstanding Shares of the Company at the time of the grant. In addition, the number of Shares which may be reserved for issuance to any one individual may not exceed 5% of the issued Shares on a yearly basis or 2% if the optionee is engaged in investor relations activities or is a consultant. Unless otherwise specified by the Board at the time of granting an option, and subject to the other limits on option grants set out in the Plan, all options granted under the Plan will vest and become exercisable in full upon grant, except options granted to consultants performing investor relations activities, which options must vest in stages over twelve months with no more than one-quarter of the options vesting in any three (3) month period. The Plan also provides that if a change of control, as defined therein, occurs, all Shares subject to option shall immediately become vested and may thereupon be exercised in whole or in part by the option holder.

Employment, Consulting and Management Agreements

The Company does not have any employment contracts between any NEO, Director or Officer, nor does it have any arrangements with any NEO, Director or Officer for compensation in the event of resignation, retirement or other termination with the Company.

Oversight and Description of Director and NEO Compensation

The objective of the Company's compensation program is to compensate the executive officers for their services to the Company at a level that is both in line with the Company's fiscal resources and competitive with companies at a similar stage of development.

The Board has implemented three levels of compensation to align the interests of the executive officers with those of the shareholders. First, executive officers may be paid a monthly consulting fee or salary. Second, the Board may award executive officers long term incentives in the form of stock options. Finally, the Board may award cash or stock bonuses for achieving budgeted revenue and EBITDA targets as approved by the Board.

The Company compensates its executive officers based on their skill and experience levels and the existing stage of development of the Company. Executive officers are rewarded on the basis of the skill and level of responsibility involved in their position, the individual's experience and qualifications, the Company's resources, industry practice, and regulatory guidelines regarding executive compensation levels.

The Company has not defined financial entitlements for directors. Directors of the Company are, however, eligible to participate in the Plan.

Compensation for the most recently completed financial year should not be considered an indicator of expected compensation levels in future periods. All compensation is subject to and dependent on the Company's financial resources and prospects.

Option-Based Awards

The Plan has been and will be used to provide share purchase options which are granted in consideration of the level of responsibility of the executive as well as his or her impact or contribution to the longer-term operating performance of the Company. In determining the number of options to be granted to the executive officers, the Board takes into account the number of options, if any, previously granted to each executive officer, and the

exercise price of any outstanding options to ensure that such grants are in accordance with the policies of the CSE and closely align the interests of the executive officers with the interests of shareholders.

The directors and officers of the Company from time to time may be granted incentive stock options in accordance with the policies of the CSE and pursuant to the Plan.

Compensation Risk Management

The Board has reviewed the risks, if any, associated with the Company's current compensation policies and practices.

The Board relies on the general knowledge and experience of the directors to identify and mitigate any compensation policies and practices that could encourage inappropriate or excessive risks taking.

The Board has not identified any specific risks associated with the Company's compensation policies and practices that are reasonably likely to have a material adverse effect on the Company.

The Company has not adopted a policy forbidding directors or executive officers from purchasing financial instruments that are designed to hedge or offset a decrease in market value of the Company's securities granted as compensation or held, directly or indirectly, by directors or executive officers. The Company is not, however, aware of any directors or executive officers having entered into this type of transaction.

Compensation Governance

In light of the Company's size and limited elements of executive compensation, the Board does not have a compensation committee and does not deem it necessary to consider at this time the implications of the risks associated with the Company's compensation policies and practices. Also, there are no risks which have been identified in the Company's practices to date which would reasonably be likely to have a material adverse effect on the Company. In addition, the CEO and the Board from time to time determine the stock option grants to be made pursuant to the Plan. The Board awards bonuses at its sole discretion and does not have pre-existing performance criteria or objectives.

Pension Plan Benefits

The Company does not provide a defined benefit plan or a defined contribution plan for any of its executive officers, nor does it have a deferred compensation plan for any of its executive officers.