Form 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of CSE Issuer: **RESAAS Services Inc.** (the "Issuer")
Trading Symbol: **RSS**
Date: **December 23, 2014**

1. New Options Granted:

Date of Grant: **December 23, 2014**

Name of Optionee	Position (Director/ Officer/ Employee/ Consultant/ Management Company)	Insider Yes or No?	No. of Optioned Shares	Exercise Price	Expiry Date[1]	No. of Options Granted in Past 12 Months (excluding this grant)
Thomas Rossiter	**Director, Officer**	**Y**	50,000	$2.35	December 23, 2019	386,750
Marwan Haddad	**Officer**	**Y**	65,000	$2.35	December 23, 2019	285,000
Aarif Rashid	Employee	N	50,000	$2.35	December 23, 2019	0
Grace Lin	Employee	N	20,000	$2.35	December 23, 2019	80,000
Susannah Poon	Employee	N	50,000	$2.35	December 23, 2019	0
Julien Escueta	Employee	N	60,000	$2.35	December 23, 2019	15,000
John Allan	Employee	N	50,000	$2.35	December 23, 2019	0
Agustian Hermanto	Employee	N	50,000	$2.35	December 23, 2019	25,000
Eugene Katsov	Employee	N	25,000	$2.35	December 23, 2019	40,000
Chris Girard	Employee	N	55,000	$2.35	December 23, 2019	20,000
Yin Bai	Employee	N	25,000	$2.35	December 23, 2019	25,000
Danielle Sissons	**Officer**	**Y**	100,000	$2.35	December 23, 2019	90,000
Brianna MacNeil	Employee	N	50,000	$2.35	December 23, 2019	0
Ceilidh MacLeod	Employee	N	100,000	$2.35	December 23, 2019	25,000
Alyson Greeley	Employee	N	25,000	$2.35	December 23, 2019	25,000
Erin Kirley	Employee	N	25,000	$2.35	December 23, 2019	100,000
Ayelen Osorio	Employee	N	25,000	$2.35	December 23, 2019	0
Hannah Lim	Employee	N	25,000	$2.35	December 23, 2019	0
Christophe Boyer	Employee	N	25,000	$2.35	December 23, 2019	0
Caylea Burch	Employee	N	25,000	$2.35	December 23, 2019	0
Michael St. Hilaire	**Officer**	**Y**	50,000	$2.35	December 23, 2019	400,000
R. Craig Barton	Consultant	N	310,000	$2.35	December 23, 2019	0
James S. Barton	Consultant	N	200,000	$2.35	December 23, 2019	0
Blair Stewart	Consultant	N	75,000	$2.35	December 23, 2019	0
Gang Consulting Ltd.	Consultant	N	75,000	$2.35	December 23, 2019	25,000
Totals			**1,610,000**			

(1) Options expire on the earlier of 5 years after date of grant or 90 days after the Optionee's relationship ceases with the Issuer.

Total Number of optioned shares proposed for acceptance: **1,610,00**

2. Other Presently Outstanding Options:

(a) Inside the Plan *(as defined below)*

Name of Optionee	No. of Optioned Shares	Exercise Price	Original Date of Grant	Expiry Date
Group 1	470,000	$1.00	January 16, 2013	January 16, 2015
Group 2	648,950	$1.00	February 13, 2013	February 13, 2015
Group 3	165,000	$1.10	May 2, 2013	May 2, 2015
Group 4	655,000	$1.25	June 13, 2013	June 13, 2015
Group 5	373,750	$1.25	September 13, 2013	September 13, 2015
Total	**2,312,700**			

(b) Outside the Plan

Name of Optionee	No. of Optioned Shares	Exercise Price	Original Date of Grant	Expiry Date
Group 6	200,000	$1.25	September 13, 2013	September 13, 2015
Group 7	130,000	$4.98	January 10, 2014	January 11, 2017
Total	**330,000**			

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.

No shareholder approval was required.

(b) State the date of the news release announcing the grant of options.

December 23, 2014

(c) State the total issued and outstanding share capital at the date of grant or amendment.

31,436,268 common shares

(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.

Prior to the proposed grant, there were outstanding options to purchase 2,312,700 common shares inside a 20% rolling incentive stock option plan dated March 7, 2014 (the "Plan"), representing approximately 7.4% of the issued and outstanding common shares.

Prior to the proposed grant, there were outstanding options to purchase 330,000 common shares outside the Plan, representing approximately 1.0% of the issued and outstanding common shares.

The options proposed under this Form 11 are exercisable to purchase 1,610,000 common shares inside the Plan, representing approximately 5.1% of issued and outstanding common shares, and Nil common shares outside the Plan, representing approximately 0% of the issued and outstanding common shares.

(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.

The Plan allows the Issuer to grant options to purchase up to 20% of the issued and outstanding common shares on a rolling basis. Following the proposed grant, there will be 3,922,700 common shares reserved for issuance inside the Plan, representing approximately 12.5% of the issued and outstanding common shares.

(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.

Not applicable.

(g) Describe the particulars of any proposed material changes in the affairs of the Issuer.

None.

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 CSE 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 CSE Requirements (as defined in CSE Policy 1).

4. All of the information in this Form 11 Notice of Proposed Stock Option Grant or Amendment is true.

DATED as at **December 23, 2014**.

Cameron Shippit
Name of Director or Senior Officer

"/s/ Cameron Shippit"

Signature

Chief Financial Officer & Director
Official Capacity