

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: **EMP Metals Corp.. (the “Issuer”)**.

Trading Symbol: **EMPS**

Date: **April 18, 2024**

1. New Options Granted:

Date of Grant: **April 18, 2024**

Name of Optionee	Position (Director/ Officer/ Employee/ Consultant/ Management Company)	Insider Yes or No?	No. of Optioned Shares	Exercise Price	Expiry Date	No. of Options Granted in Past 12 Months
Darcy Walker	Employee	No	250,000	\$0.40	April 18, 2029	Nil
Cindy Romanyk	Consultant	No	50,000	\$0.40	April 18, 2029	Nil

Total Number of optioned shares proposed for acceptance: **300,000**.

2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares⁽¹⁾	Exercise Price	Original Date of Grant	Expiry Date
Robin Gamley	300,000	\$0.65	2023/03/24	2028/03/24
Gregoy Bronson	50,000	\$0.65	2023/03/24	2028/03/24
Peter Pollard	50,000	\$0.65	2023/03/24	2028/03/24
Natasha Tsai	50,000	\$0.65	2023/03/24	2028/03/24
Karl Kottmeier	250,000	\$0.65	2023/03/24	2028/03/24
Kirk Gamley	250,000	\$0.65	2023/03/24	2028/03/24
Brian Balazs	300,000	\$0.65	2023/03/24	2028/03/24
Insight Capital Partners	200,000	\$0.65	2023/03/24	2028/03/24
Ed Reisner	250,000	\$0.65	2023/03/24	2028/03/24
Andrew Rudensky	100,000	\$0.65	2023/03/24	2028/03/24

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Name of Optionee	No. of Optioned Shares⁽¹⁾	Exercise Price	Original Date of Grant	Expiry Date
Brian Balazs	200,000	\$0.40	2022/04/05	2027/04/05
Robin Gamley	100,000	\$0.40	2022/04/05	2027/04/05
Gregory Bronson	50,000	\$0.40	2022/04/05	2027/04/05
Peter Pollard	50,000	\$0.40	2022/04/05	2027/04/05
Karl Kottmeier	100,000	\$0.40	2022/04/05	2027/04/05
Kirk Gamley	100,000	\$0.40	2022/04/05	2027/04/05
Ed Reisner	100,000	\$0.40	2022/04/05	2027/04/05
Insight Capital Partners	500,000	\$0.40	2022/01/24	2027/01/24
Robin Gamley	100,000	\$0.40	2022/01/24	2027/01/24
Kirk Gamley	100,000	\$0.40	2022/01/24	2027/01/24
Karl Kottmeier	100,000	\$0.40	2022/01/24	2027/01/24
Edward Reisner	100,000	\$0.40	2022/01/24	2027/01/24
Peter Pollard	50,000	\$0.40	2022/01/24	2027/01/24
Greg Bronson	50,000	\$0.40	2022/01/24	2027/01/24
Natasha Tsai	50,000	\$0.40	2022/01/24	2027/01/24
Robin Gamley	33,333	\$0.30	2020/01/14	2025/01/14
Natasha Tsai	8,333	\$0.30	2020/01/14	2025/01/14
Greg Bronson	33,333	\$0.30	2020/01/14	2025/01/14
Charles Hethey	33,333	\$0.84	2020/08/21	2025/08/21
Karl Kottmeier	33,333	\$0.84	2020/08/21	2025/08/21
Kirk Gamley	33,333	\$0.84	2020/08/21	2025/08/21
Peter Pollard	50,000	\$2.01	2020/10/01	2025/10/01
Danny Marcos	33,333	\$2.01	2020/10/01	2025/10/01
Robin Gamley	400,000	\$0.37	2021/08/13	2025/08/13
Natasha Tsai	50,000	\$0.37	2021/08/13	2025/08/13
Greg Bronson	150,000	\$0.37	2021/08/13	2025/08/13
Karl Kottmeier	300,000	\$0.37	2021/08/13	2025/08/13
Charles C. Hethey	100,000	\$0.37	2021/08/13	2025/08/13
Kirk Gamley	300,000	\$0.37	2021/08/13	2025/08/13
Peter Pollard	150,000	\$0.37	2021/08/13	2025/08/13
Apollo Innovative	250,000	\$0.37	2021/08/13	2025/08/13
Sam Cole	100,000	\$0.37	2021/08/13	2025/08/13
Michael Kobler	500,000	\$0.35	2022/09/28	2027/09/28
Paul Schubach	1,000,000	\$0.45	2023/11/29	2028/11/29
Craig Foggo	150,000	\$0.45	2023/11/29	2028/11/29
Total	7,258,331			

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(1) Set out number of optioned shares for each grant with different terms.

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.

N/A.

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

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

91,673,571

(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. **8.24%**

(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. **1,609,026.**

(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. **N/A**

(g) Describe the particulars of any proposed material changes in the affairs of the Issuer. **N/A.**

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 the Exchange 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 Exchange Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 11 Notice of Proposed Stock Option Grant or Amendment is true.

Dated April 18, 2024.

Robin Gamley
Name of Director or Senior Officer

/s/ Robin Gamley
Signature

CEO
Official Capacity