

Name and principal position	Year Ended December 31	Salary, consulting fee, retainer or commission (\$)	Bonus (\$)	Committee or meeting fees (\$)	Value of perquisites (\$)	All other compensation (\$)	Total compensation (\$)
Mohammad Sharifi ⁽⁴⁾ Director	2022	-	-	-	-	-	-
	2021	-	-	-	-	-	-
Kerry David Briggs ⁽⁵⁾ former CFO and Director	2022	52,500	-	-	-	10,310	62,810
	2021	115,000	-	-	-	98,134	213,134
Kristian Tait Dahl ⁽⁶⁾ Former COO and Director	2022	50,633	-	-	-	10,310	60,943
	2021	109,412	-	-	-	98,134	207,546
Antony John Harris ⁽⁷⁾ Former CEO and Director	2022	65,625	-	-	-	10,310	75,935
	2021	112,500	10,000	-	-	98,134	220,634
Lindsay Hamelin ⁽⁸⁾ Former Director	2022	6,300	-	-	-	11,198	17,498
	2021	6,500	-	-	-	6,088	12,588
Natasha Raey ⁽⁹⁾ Former Director	2022	6,300	-	-	-	11,198	17,498
	2021	4,500	-	-	-	6,088	10,588
Jan Urata ⁽¹⁰⁾ Former Corporate Secretary	2022	-	-	-	-	-	-
	2021	-	-	-	-	-	-

Notes

1. Mr. Hay was appointed a director of the Company on May 13, 2022, Corporate Secretary on June 17, 2022, CEO on June 30, 2022 and CFO on April 27, 2023.
2. Mr. Bangalore was appointed CFO of the Company on June 8, 2022 and retired on April 27, 2023.
3. Mr. Bengler was appointed a director of the Company on September 22, 2020.
4. Mr. Sharifi was appointed as a director of the Company on February 15, 2023.
5. Mr. Biggs was appointed as a director of the Company on September 22, 2020 and as CFO on April 12, 2021 and resigned on June 8, 2022.
6. Mr. Dahl was appointed a director of the Company on September 22, 2020 and COO on April 12, 2021 and resigned on May 13, 2022.
7. Mr. Harris was appointed a director of the Company on November 17, 2020 and as CEO on April 12, 2021 and resigned on June 30, 2022.
8. Ms. Hamelin was appointed a director of the Company on April 12, 2021 and resigned on August 29, 2022.
9. Ms. Raey was appointed a director of the Company on April 12, 2021 and resigned on February 15, 2023.
10. Ms. Urata was appointed Corporate Secretary of the Company on April 12, 2021 and resigned on June 17, 2022.

Stock options and other compensation securities

The following table sets out all compensation securities granted or issued to each director and NEO by the Company or any subsidiary thereof in the year ended December 31, 2021 and December 31, 2022 for services provided, or to be provided, directly or indirectly, to the Company or any subsidiary thereof:

Compensation Securities							
Name and Position	Type of Compensation Security ⁽¹⁾	Number of Compensation Securities, Number of Underlying Securities and Percentage of Class	Date of Issue or Grant	Issue, Conversion 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
Lawrence Hay CEO, Corporate Secretary and Director	Stock Option	250,000	August 29, 2022	\$0.05	\$0.0376	\$0.0053	August 29, 2027
Alexander Bengier Director	Stock Option	250,000	August 29, 2022	\$0.05	\$0.0376	\$0.0053	August 29, 2027
Mohammad Sharifi Director	Stock Option	Nil	N/A	N/A	N/A	N/A	N/A
Shriram Bangalore CFO	Stock Option	Nil	N/A	N/A	N/A	N/A	N/A
Kerry David Briggs former CFO and Director	Stock Option	600,000 ⁽²⁾	May 7, 2021	\$0.25	N/A	\$0.0053	May 7, 2026
Kristian Tait Dahl Former COO and Director	Stock Option	600,000 ⁽³⁾	May 7, 2021	\$0.25	N/A	\$0.0053	May 7, 2026
Antony John Harris Former CEO and Director	Stock Option	600,000 ⁽⁴⁾	May 7, 2021	\$0.50	N/A	\$0.0053	May 7, 2026
Lindsay Hamelin Former Director	Stock Option	250,000 ⁽⁵⁾	August 29, 2022	\$0.05	\$0.0376	\$0.0053	August 29, 2027
	Stock Option	50,000 ⁽⁵⁾	May 7, 2021	\$0.50	N/A	\$0.0053	May 7, 2026
Natasha Raey Former CEO and Director	Stock Option	250,000	August 29, 2022	\$0.05	\$0.0376	\$0.0053 N/A ⁽⁶⁾	August 29, 2027
	Stock Option	50,000	May 7, 2021	\$0.50	N/A	\$0.0053	May 7, 2026
Jan Urata Former Corporate Secretary	Stock Option	50,000 ⁽⁶⁾	May 7, 2021	\$0.50	N/A	\$0.0053	May 7, 2026

(1) Each stock option is exercisable into one common share of the Company.

(2) These stock options were held indirectly through 1231171 BC Ltd.

(3) These stock options were cancelled on July 30, 2022.

(4) These stock options were held indirectly through Tony Harris Enterprises Inc. and were cancelled on July 30, 2022.

(5) These stock options were cancelled on September 29, 2022.

(6) These stock options were cancelled on June 17, 2022.

Stock Option Plan and Other Incentive Plans

On January 26, 2022 the Shareholders approved a 20% rolling stock option plan (the "Stock Option Plan") to grant incentive stock options ("Options") to directors, officers, key employees and consultants of the Company. The number of Common Shares proposed to be granted under the Stock Option Plan is a maximum of 20% of the issued and outstanding Common Shares at the time of grant.

Purpose

The purpose of the Stock Option Plan is to advance the interests of the Company by encouraging the directors, officers, employees and consultants of the Company, and of its subsidiaries and affiliates, if any, to acquire Common Shares, thereby increasing their proprietary interest in the Company, encouraging them to remain associated with the Company and furnishing them with additional incentive in their efforts on behalf of the Company in the conduct of its affairs. The Stock Option Plan is administered by the Board, or by a special committee of directors of the Company appointed from time to time by the Board, pursuant to rules of procedure fixed by the Board. All stock options granted pursuant to the Stock Option Plan are subject to the rules and policies of the Canadian Securities Exchange (the "**Exchange**").

Eligibility

Directors, officers, consultants, and employees of the Company or its subsidiaries, and employees of a person or company which provides management services to the Company or its subsidiaries shall be eligible for selection to participate in the New Option Plan.

Availability

The Stock Option Plan provides that the aggregate number of Common Shares that may be issued upon the exercise of Options cannot exceed 20% of the number of Common Shares issued and outstanding from time to time. As a result, any increase in the issued and outstanding Common Shares will result in an increase in the number of Common Shares available for issuance under the Stock Option Plan.

The number of Common Shares reserved for issue to any one person pursuant to the Stock Option Plan may not exceed 5% of the issued and outstanding Common Shares at the date of such grant, unless the Company has obtained approval by a majority of the votes cast by the shareholders eligible to vote at a shareholders' meeting, excluding votes attaching to Common Shares beneficially owned by insiders and their associates. The number of Common Shares issuable to (a) any one consultant, or (b) parties providing investor relations services, in any 12-month period, cannot exceed 2% of the issued and outstanding Common Shares. The number of Common Shares subject to an Option granted to any one participant shall be determined by the Board, but no one participant shall be granted an option which exceeds the maximum number permitted by the Exchange. In no circumstances shall the maximum term of any Options granted under the Stock Option Plan exceed ten (10) years.

Exercise Pricing

The exercise price of the Common Shares subject to each Option shall be determined by the Board, subject to applicable Exchange approval, if required, at the time any Option is granted. In no event shall such exercise price be lower than the exercise price permitted by the Exchange. Once the exercise price has been determined by the Board, accepted by the Exchange, if necessary, and the Option has been granted, the exercise price of an Option may be reduced upon receipt of Board approval, subject to any requirements of the Exchange.

Vesting

Subject to the requirements of the Exchange, the vesting provisions, the terms and conditions of exercise and forfeiture of the Options and the applicable option exercise expiry date for Options granted under the Stock Option Plan will be determined by the Board at the time of issuance.

2021 RSU Plan

On January 26, 2022, the Shareholders approved a restricted share unit plan (the “**RSU Plan**”) to grant restricted share units (“**RSU’s**”) to directors, officers, key employees and consultants of the Company. Pursuant to the RSU Plan and together with the Stock Option Plan (the “**Plans**”), the Company may reserve up to a maximum of 20% (collectively between the Plans) of the issued and outstanding Common Shares at the time of grant pursuant to awards granted under the Plans.

The RSU Plan provides for granting of RSUs for the purposes of advancing the interests of the Company through motivation, attraction and retention of employees, officers, consultants and directors by granting equity-based compensation incentives, in addition to the Company’s Stock Option Plan.

RSUs granted will be used to compensate participants for their individual performance-based achievements and are intended to supplement stock option awards in this respect, the goal of such grants is to more closely tie awards to individual performance based on established performance criteria.

The granting of awards are 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 awards to be granted to the executive officers, independent directors with consultation of the Board takes into account the number of Options or RSU’s, 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 Exchange and closely align the interests of the executive officers with the interests of shareholders.

Employment, Consulting and Management Agreements

The Company did not enter into any employment, consulting or management agreements during the year-ended December 30, 2022.

Tony Harris, Former CEO

The Company entered into an independent consultant agreement with Tony Harris Enterprises Inc., (“**HarrisCo**”) (the “**Harris Agreement**”), effective April 1, 2021 pursuant to which Mr. Harris was retained as CEO of the Company via HarrisCo. HarrisCo’s compensation in respect of such services included a base fee of \$150,000 per year. As additional compensation, on May 7, 2021, the Company granted HarrisCo Options to purchase 600,000 Common Shares at an exercise price of \$0.25 per Common Share, with 1/3 of the Options vesting every six months from the date of grant. HarrisCo is also entitled to an annual discretionary cash bonus, as well as milestone bonuses based on the achievement of corporate objectives established by the Board. Mr. Harris has resigned his position with the Company on July 30, 2022 terminating the Harris Agreement.

Kerry Biggs, Former CFO

The Company entered into an independent consultant agreement with 1231171 B.C. Ltd. (“**BiggsCo**”) (the “**Biggs Agreement**”) effective April 1, 2021 pursuant to which Mr. Biggs was retained as CFO of the Company via BiggsCo. BiggsCo’s compensation in respect of such services included a base fee of \$120,000 per year. As additional compensation, on May 7, 2021, the Company granted BiggsCo Options to purchase 600,000 Common Shares at an exercise price of \$0.25 per Common Share, with 1/3 of the Options vesting every six months from their date of grant. BiggsCo is also entitled to an annual discretionary

cash bonus, as well as milestone bonuses based on the achievement of corporate objectives established by the Board. Mr. Biggs resigned his position with the Company on June 8, 2022, terminating the Biggs Agreement.

Kris Dahl, Former Chief Operations Officer

The Company entered into an employment agreement with Kris Dahl effective April 1, 2021 pursuant to which Mr. Dahl was retained as Chief Operations Officer of the Company (the "**Dahl Agreement**"). Mr. Dahl's compensation in respect of such services includes a base salary of \$120,000 per year. As additional compensation, on May 7, 2021, the Company granted Mr. Dahl Options to purchase 600,000 Common Shares at an exercise price of \$0.25 per Common Share, with 1/3 of the Options vesting every six months from the date of grant. Mr. Dahl is also entitled to an annual discretionary cash bonus, as well as milestone bonuses based on the achievement of corporate objectives established by the Board. Mr. Dahl has resigned his position with the Company on May 13, 2022, terminating the Dahl Agreement.

Jan Urata, Former Corporate Secretary

The Company entered into an independent consultant agreement with Take It Public Services Inc., ("**UrataCo**"), effective April 12, 2021 pursuant to which Ms. Urata was retained to provide various corporate secretarial and public filing services as the corporate secretary of the Company via UrataCo at a base fee of \$750 per month. As additional compensation, 1065068 B.C. Ltd. (a company controlled by Jan Urata) was granted incentive Options on May 7, 2021 to purchase 50,000 Common Shares for \$0.50 per Common Share until May 7, 2026. Ms. Urata resigned her position with the Company on June 17, 2022, terminating the consulting agreement.

Natasha Raey, Director

The Company entered into an independent consultant agreement with Ms. Raey (the "**Raey Agreement**"), effective April 15, 2021, pursuant to which Ms. Raey agreed to provide certain strategic business and technical advice to the CEO, Board and senior management team as a director of the Company for a period of 24 months commencing on April 15, 2021. Ms. Raey's compensation in respect of such services includes a base fee of \$500 per month.

Concurrently with the Raey Agreement, the Company entered into an indemnity agreement with Ms. Raey pursuant to which the Company will indemnify and save harmless Ms. Raey with respect to any actions or judgements arising from her role as a director, provided she acted honestly and in good faith with a view to the best interests of the Company, had reasonable grounds to believe her conduct was lawful, and is not judged by the court or other competent authority to have committed any fault or omitted to do anything that she ought to have done.

Lindsay Hamelin, Former Director

The Company entered into an independent consultant agreement with Ms. Hamelin (the "**Hamelin Agreement**"), effective April 15, 2021, pursuant to which Ms. Hamelin was retained to provide certain strategic business and technical advice to the CEO, Board and senior management team as a director of the Company for a period of 24 months commencing on April 15, 2021 at a base fee of \$750 per month. As additional compensation, Ms. Hamelin was granted Options on May 7, 2021 to purchase 50,000 Common Shares for \$0.50 per Common Share until May 7, 2026. Ms. Hamelin resigned her position with the Company on September 29, 2022.

Concurrently with the Hamelin Agreement, the Company entered into an indemnity agreement with Ms. Hamelin pursuant to which the Company agreed to indemnify and save harmless Ms. Hamelin with respect to any actions or judgements arising from her role as a director, provided she acted honestly and in good faith with a view to the best interests of the Company, had reasonable grounds to believe her conduct was

lawful, and is not judged by the court or other competent authority to have committed any fault or omitted to do anything that she ought to have done.

Oversight and description of director and named executive officer compensation

The Company, at its present stage, does not have any formal objectives, criteria and analysis for determining the compensation of its NEOs and primarily relies on the discussions and determinations of the Board. When determining individual compensation levels for the Company's NEOs, a variety of factors will be considered including: the overall financial and operating performance of the Company, each NEO's individual performance and contribution towards meeting corporate objectives and each NEO's level of responsibility and length of service.

The Company's executive compensation is intended to be consistent with the Company's business plans, strategies and goals, including the preservation of working capital as the Company seeks to complete its listing on the Exchange. The Company's executive compensation program is intended to provide appropriate compensation that permits the Company to attract and retain highly qualified and experienced senior executives and to encourage superior performance by the Company. The Company's compensation policies are intended to motivate individuals to achieve and to award compensation based on corporate and individual results.

The Company does not have any arrangements, standard or otherwise, pursuant to which directors are compensated by the Company for their services in their capacity as directors, or for committee participation, involvement in special assignments or for services as consultants or experts.

Pension disclosure

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

No other elements of compensation were awarded to, earned by, paid or payable to the NEOs or directors in the financial years ended December 31, 2021 and December 31, 2022.