

**FORM 11**

**NOTICE OF PROPOSED RESTRICTED SHARE UNITS (“RSUs”), DEFERRED SHARE UNITS (“DSUs”) OR PERFORMANCE SHARE UNITS (“PSUs”) GRANT OR AMENDMENT**

Name of Listed Issuer: SWMBRD Sports Inc. (the “Issuer”).

Trading Symbol: SWIM

Date: July 5 , 2023

1. New (mark which)  RSUs \_\_\_\_\_ DSUs \_\_\_\_\_ PSUs Granted:

Date of Grant: July 5 , 2023

**Restricted Share Units (RSUs):**

Name of Recipient	Position (Director/ Officer/ Employee/ Consultant/ Management Company	Insider Yes or No?	No. of Underlying Shares	Exercise Terms	Expiry Date	No. of Compensation Securities (RSUs, DSUs or PSUs) Granted in Past 12 Months
Justin Schroenn	Director, CEO, President	Yes	1,200,000	the RSUs will vest over a period of 12 months from the date of grant	N/A	Nil
Matthew Schroenn	Director, VP, Corporate Secretary	Yes	1,200,000	the RSUs will vest over a period of 12 months from the date of grant	N/A	Nil
Gareth Schroenn	Director, VP, Treasurer	Yes	1,200,000	the RSUs will vest over a period of 12 months from the date of grant	N/A	Nil
Michael Hodge	Director	Yes	120,000	the RSUs will vest over a period of 12 months from the date of grant	N/A	Nil

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Roc Smith	Director	Yes	120,000	the RSUs will vest over a period of 12 months from the date of grant	N/A	Nil
Chris Grove	Director	Yes	120,000	the RSUs will vest over a period of 12 months from the date of grant	N/A	Nil
Paul Done	Consultant	No	240,000	the RSUs will vest over a period of 12 months from the date of grant	N/A	Nil
Brian Fong	Consultant	No	693,000	the RSUs will vest over a period of 12 months from the date of grant	N/A	Nil
SHIM 126,000			126,000	the RSUs will vest over a period of 12 months from the date of grant	N/A	Nil
Golden Tree Capital Corp.			189,000	the RSUs will vest over a period of 12 months from the date of grant	N/A	Nil
Stefan 63,000			63,000	the RSUs will vest over a period of 12 months from the date of grant	N/A	Nil

Total Number of underlying shares proposed for acceptance: **5,271,000**

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**2. Other Presently Outstanding RSUs, DSUs or PSUs:**

Name of Recipient	No. of Underlying Shares <sup>(1)</sup>	RSU/DSU /PSU	Exercise Price	Original Date of Grant	Expiry Date
None					

(1) Set out number of RSUs, DSUs or PSUs shares for each grant with different terms.

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**3. Additional Information**

- (a) If shareholder approval was required for the grant of DSUs (including prior approval of a long term incentive plan), state the date that the shareholder meeting approving the grant was or will be held.

A Omnibus Equity Incentive Plan approving the creation and issuance of stock options, RSUs, DSUs or PSUs was approved by the directors of the Company on June 20, 2022. The Omnibus Equity Incentive Plan was approved by the shareholders at the AGM held on July 20, 2022.

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

July 6 , 2023

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

82,957,000

- (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 RSUs, DSUs or PSUs, including new or amended RSUs, DSUs or PSUs and other presently outstanding RSUs, DSUs or PSUs.

Stock Options - 6.47%; Performance Warrants – 4.82%

- (e) If the new RSUs, DSUs or PSUs are being granted pursuant to an omnibus equity incentive plan, state the number of remaining shares reserved for issuance under the plan.

1,950,400

- (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.

None.

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**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: July 5 , 2023

Justin Schroenn

Name of Director or Senior Officer



Signature

President, CEO and Director

Official Capacity

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