

# FORM 11

## NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: SQUIRE MINING LTD. (the "Issuer").

Trading Symbol: SQR

Date: January 31, 2019

### 1. New Options Granted:

Date of Grant: December 11, 2018 and January 21, 2019

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
Marco Strub	Director	Yes	200,000	\$0.28	Dec. 11, 2020	0
Taras Kulyk	Director (former)	Yes	200,000	\$0.28	Jan. 21, 2020	0
Angela Holowaychuk	Director	Yes	200,000	\$0.245	Jan. 21, 2021	0
Jimmy Nguyen	Advisory Board	No	50,000	\$0.245	Jan. 21, 2021	0
Wright International Investments Ltd.	Advisory Board	No	50,000	\$0.245	Jan. 21, 2021	0

Total Number of optioned shares proposed for acceptance: 700,000

### 2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares <sup>(1)</sup>	Exercise Price	Original Date of Grant	Expiry Date
Owen King	200,000	\$0.40	August 10, 2018	September 7, 2019
Simon Moore	31,667	\$0.15	January 12, 2018	October 25, 2019
David Rokoss	200,000	\$0.40	August 10, 2018	October 25, 2019
Stefan Matthews	200,000	\$0.77	September 7, 2018	September 7, 2020
Garry Stock	200,000	\$0.425	October 25, 2018	October 25, 2019
Gregory Chu	100,000	\$0.15	January 12, 2018	January. 12, 2020
Peter Kim	200,000	\$0.15	January 12, 2018	January 12, 2020

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<b>Name of Optionee</b>	<b>No. of Optioned Shares<sup>(1)</sup></b>	<b>Exercise Price</b>	<b>Original Date of Grant</b>	<b>Expiry Date</b>
Peter Kim	300,000	\$0.40	August 10, 2018	August 10, 2020
Aziz Rehman	100,000	\$0.31	May 16, 2018	May 16, 2020
Bua Capital Management Ltd.	250,000	\$0.40	August 10, 2018	February 15, 2019

(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.

**December 12, 2018 and January 22, 2019**

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

**123,704,972 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.

**2.01%**

- (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.

**9,888,830**

- (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

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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 February 1, 2019.

**Donna Moroney**

*Name of Director or Senior Officer*

/s/ Donna Moroney

*Signature*

**Corporate Secretary**

*Official Capacity*