

FORM 11
NOTICE OF PROPOSED STOCK
OPTION GRANT OR AMENDMENT

Name of Listed Issuer: **Clean Power Capital Corp.** (the "Issuer").

Trading Symbol: **MOVE**

Date: **November 13, 2020**

1. New Options Granted:

Date of Grant: **November 4, 2020**

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
Michael Masgai	Consultant	N	500,000	\$0.53	Aug. 4, 2025	Nil
Jochen Bonow	Consultant	N	500,000	\$0.53	Aug. 4, 2025	Nil
Mark Luitz	Consultant	N	500,000	\$0.53	Aug. 4, 2025	Nil
Eugene Beukman	Consultant	N	1,200,000	\$0.53	Aug. 4, 2025	274,087
Raghunath Killambi	Consultant	N	2,500,000	\$0.53	Aug. 4, 2025	Nil
Kelley Owen	Consultant	N	1,500,000	\$0.53	Aug. 4, 2025	Nil
Merel Renewable B.V.	Consultant	N	2,500,000	\$0.53	Aug. 4, 2025	Nil
David DesLauriers	Consultant	N	1,069,027	\$0.53	Aug. 4, 2025	1,412,043
Michael DesLauriers	Consultant	N	1,069,027	\$0.53	Aug. 4, 2025	1,412,043
Leah Dionne	Consultant	N	150,000	\$0.53	Aug. 4, 2025	170,000
Peter Nguyen	Consultant	N	150,000	\$0.53	Aug. 4, 2025	170,000
Michael Morrison	Consultant	N	500,000	\$0.53	Aug. 4, 2025	Nil

Total Number of optioned shares proposed for acceptance: **12,138,054**

2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares ⁽¹⁾	Exercise Price	Original Date of Grant	Expiry Date
Johannes van der Linde	650,000	\$0.35	May 27, 2020	May 27, 2025
Joel Dumaresq	750,000	\$0.35	May 27, 2020	May 27, 2025
Brendan Purdy	750,000	\$0.35	May 27, 2020	May 27, 2025
John Martin	100,000	\$0.35	May 27, 2020	May 27, 2025
Michael DesLauriers	1,412,043	\$0.35	May 27, 2020	May 27, 2025
David DesLauriers	1,412,043	\$0.35	May 27, 2020	May 27, 2025
Robert Kennedy	1,500,000	\$0.19	Aug. 11, 2020	Aug. 11, 2025
Rafimar Technology Solutions B.V.	1,500,000	\$0.19	Aug. 11, 2020	Aug. 11, 2025
Johannes van der Linde	597,000	\$0.19	Aug. 11, 2020	Aug. 11, 2025
Brendan Purdy	596,000	\$0.19	Aug. 11, 2020	Aug. 11, 2025
Joel Dumaresq	597,000	\$0.19	Aug. 11, 2020	Aug. 11, 2025
John Martin	25,000	\$0.19	Aug. 11, 2020	Aug. 11, 2025
Binh Vu	100,000	\$0.19	Aug. 11, 2020	Aug. 11, 2025
Peter Nguyen	20,000	\$0.19	Aug. 11, 2020	Aug. 11, 2025
Leah Dionne	20,000	\$0.19	Aug. 11, 2020	Aug. 11, 2025
Diana Alvarez	20,000	\$0.19	Aug. 11, 2020	Aug. 11, 2025

(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.

The shareholders of the Company approved the stock option plan on March 7, 2019.

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

Not applicable.

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

221,871,395

- (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.

10%

- (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.

Nil

- (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.

Not applicable

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 **November 13, 2020**

Theo van der Linde
Name of Director or Senior Officer

"Theo van der Linde"
Signature

Director
Official Capacity