

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: **Interra Copper Corp.** (the "Issuer") _____

Trading Symbol: **IMCX** _____

Date: **July 29, 2021** _____

1. New Options Granted:

Date of Grant: **July 28, 2021** _____

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
Gordon Neal	Director	Yes	600,000	\$0.22	July 28, 2026	Nil

Total Number of optioned shares proposed for acceptance: **600,000** _____

2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares ⁽¹⁾	Exercise Price	Original Date of Grant	Expiry Date
Consultants	15,000	\$0.25	February 1, 2019	June 9, 2022
Consultants	170,000	\$0.50	February 1, 2019	July 22, 2023
Consultants	650,000	\$0.16	September 24, 2019	September 24, 2024
Thomas E. Gregory Hawkins	700,000	\$0.30	July 3, 2020	July 3, 2025
Samir Patel	600,000	\$0.30	July 3, 2020	July 3, 2025
Faizaan Lalani	250,000	\$0.30	July 3, 2020	July 3, 2025
Consultant	900,000	\$0.30	July 3, 2020	July 3, 2025
Jamie Lewin	450,000	\$0.30	July 3, 2020	July 3, 2025
Janet Francis	400,000	\$0.30	July 3, 2020	July 3, 2025
Faizaan Lalani	50,000	\$0.19	November 9, 2020	November 9, 2025
David McMillan	900,000	\$0.19	November 9, 2020	November 9, 2025
Christopher Naas	600,000	\$0.25	January 5, 2021	January 5, 2026
Consultants	1,200,000	\$0.25	January 5, 2021	January 5, 2026
Consultant	250,000	\$0.25	January 12, 2021	January 12, 2023
Consultant	400,000	\$0.25	March 1, 2021	March 1, 2026
David McAdam	600,000	\$0.22	July 6, 2021	July 6, 2026
Jason Nickel	600,000	\$0.22	July 6, 2021	July 6, 2026
Oliver Foeste	600,000	\$0.22	July 6, 2021	July 6, 2026

(1) Sets 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.

Shareholder approval was not required for the grant of options.

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

July 29, 2021

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

As of the date of grant, a total of 74,460,903 common shares of the Issuer are issued and outstanding.

- (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.

The aggregate number of shares that are subject to incentive stock options, including new options, amended options and other presently outstanding options represent 13.343% of the issued and outstanding shares of the Issuer.

- (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.

4,957,180

- (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.

There are no proposed material changes in the affairs of the Issuer.

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 29, 2021

Janet Francis
Name of Director or Senior Officer

/s/ Janet Francis
Signature

Corporate Secretary
Official Capacity