

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: **MetaLite Resources Inc. (formerly RooGold Inc.) (the “Issuer”)**

Trading Symbol: **METL**

Date: **January 26, 2024**

1. New Options Granted:

Date of Grant: **January 26, 2024**

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
David Melling	Chief Executive Officer and Director	Yes	300,000	\$0.05	January 26, 2029	Nil
Paul Jones	Director	Yes	200,000	\$0.05	January 26, 2029	Nil
Mario Miranda	Director	Yes	200,000	\$0.05	January 26, 2029	Nil
Remantra Sheopaul	Chief Financial Officer	Yes	200,000	\$0.05	January 26, 2029	Nil
Dale Schultz	Consultant	No	100,000	\$0.05	January 26, 2029	Nil
Denise Dingwall	Consultant	No	150,000	\$0.05	January 26, 2029	Nil

Total Number of optioned shares proposed for acceptance: **1,150,000**

2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares ⁽¹⁾	Exercise Price	Original Date of Grant	Expiry Date
Former Director	35,000	\$3.00	March 17, 2022	April 28, 2024
Former Director	162,500	\$0.50	December 29, 2022	April 28, 2024
Former Directors	402,500	\$0.50	December 29, 2022	March 17, 2024
Remantra Sheopaul, CFO	25,000	\$0.50	December 29, 2022	December 29, 2027

(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.

January 26, 2024

- (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 25,285,524 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 stock options, including new options, amended options and other presently outstanding options represent 7.02% 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.

The number of remaining shares reserved for issuance under the stock option plan of the Issuer is 753,552.

- (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.

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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 January 26, 2024

David Melling
Name of Director or Senior Officer

/s/David Melling
Signature

Chief Executive Officer and Director
Official Capacity