

**FORM 11**

**NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT**

Name of Listed Issuer: Carlyle Commodities Corp. (the "Issuer").

Trading Symbol: CCC

Date: April 04, 2024

**1. New Options Granted:**

Date of Grant: April 4, 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
Scharfe Holdings Inc.	Consultant	N	500,000	\$0.055	April 4, 2029	650,000
Randy Lamb	Consultant	N	250,000	\$0.055	April 4, 2029	500,000
Backcountry Capital Corp Ltd.	Consultant	N	250,000	\$0.055	April 4, 2029	Nil

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

**2. Other Presently Outstanding Options:**

Name of Optionee	No. of Optioned Shares <sup>(1)</sup>	Exercise Price	Original Date of Grant	Expiry Date
Morgan Good	25,000	\$1.50	May 15, 2020	May 15, 2025
P.E. Partners Ltd.	20,000	\$1.50	May 15, 2020	May 15, 2025
MTHM Consulting Ltd.	20,000	\$1.50	May 15, 2020	May 15, 2025
Leighton Bocking	15,000	\$1.50	May 15, 2020	May 15, 2025
514 Finance Inc.	12,500	\$1.50	May 15, 2020	May 15, 2025
2411369 Ontario Ltd.	10,000	\$1.50	May 15, 2020	May 15, 2025
Peter Krag-Hansen	20,000	\$1.40	Feb 19, 2021	Feb 19, 2026
Patriot Capital Corporation	17,500	\$1.40	Feb 19, 2021	Feb 19, 2026
Damien Good	12,500	\$1.40	Feb 19, 2021	Feb 19, 2026
Bocking Financial Corp.	17,500	\$1.40	Feb 19, 2021	Feb 19, 2026

**FORM 11 – NOTICE OF PROPOSED STOCK OPTION GRANT  
OR AMENDMENT**

Name of Optionee	No. of Optioned Shares <sup>(1)</sup>	Exercise Price	Original Date of Grant	Expiry Date
Randy Lamb	10,000	\$1.40	Feb 19, 2021	Feb 19, 2026
MTHM Consulting Ltd.	20,000	\$1.40	Feb 19, 2021	Feb 19, 2026
Taylor MacDonald	10,000	\$1.40	Feb 19, 2021	Feb 19, 2026
Charles Flynn	20,000	\$1.40	Feb 19, 2021	Feb 19, 2026
Patriot Capital Corporation	300,000	\$0.215	Nov 14, 2022	Nov 14, 2027
Jeremy Hanson	175,000	\$0.215	Nov 14, 2022	Nov 14, 2027
Bocking Financial Corp.	175,000	\$0.215	Nov 14, 2022	Nov 14, 2027
Damien Good	50,000	\$0.215	Nov 14, 2022	Nov 14, 2027
John Good	150,000	\$0.215	Nov 14, 2022	Nov 14, 2027
Pericles Theoharis	50,000	\$0.215	Nov 14, 2022	Nov 14, 2027
MidAtl Capital Associates Ltd.	150,000	\$0.215	Nov 14, 2022	Nov 14, 2027
Omni8 Communications Inc.	150,000	\$0.215	Nov 14, 2022	Nov 14, 2027
McMillan Strategies Inc.	100,000	\$0.215	Nov 14, 2022	Nov 14, 2027
Nicholas Shinder	50,000	\$0.215	Nov 14, 2022	Nov 14, 2027
Marc Afilalo	50,000	\$0.215	Nov 14, 2022	Nov 14, 2027
Matthew Harrington	150,000	\$0.215	Nov 14, 2022	Nov 14, 2027
Scharfe Holdings Inc.	1,000,000	\$0.31	January 12, 2023	January 12, 2028
Ardent Corporate Services Inc.	100,000	\$0.325	January 27, 2023	January 27, 2028
Jager Scharfe	50,000	\$0.325	January 27, 2023	January 27, 2028
Patriot Capital Corporation	250,000	\$0.145	March 22, 2023	March 22, 2028
Bocking Financial Corp.	250,000	\$0.145	March 22, 2023	March 22, 2028
Jeremy Hanson	250,000	\$0.145	March 22, 2023	March 22, 2028
John Good	200,000	\$0.145	March 22, 2023	March 22, 2028
Matthew Harrington	250,000	\$0.145	March 22, 2023	March 22, 2028
Kody Hrycuik	100,000	\$0.145	March 22, 2023	March 22, 2028
Grafafap Inc.	100,000	\$0.145	March 22, 2023	March 22, 2028
McMillan Strategies Inc.	50,000	\$0.135	March 24, 2023	March 24, 2028
Patriot Capital Corporation (owned and controlled by Morgan Good)	500,000	\$0.125	Sept. 12, 2023	Sept. 12, 2028
Damien Good	50,000	\$0.125	Sept. 12, 2023	Sept. 12, 2028
John Good	250,000	\$0.125	Sept. 12, 2023	Sept. 12, 2028
Eric Muchinski	250,000	\$0.125	Sept. 12, 2023	Sept. 12, 2028
Randy Lamb	300,000	\$0.125	Sept. 12, 2023	Sept. 12, 2028
McMillan Strategies Inc.	150,000	\$0.125	Sept. 12, 2023	Sept. 12, 2028
Bocking Financial Corp. (owned and controlled by Leighton Bocking)	150,000	\$0.125	Sept. 12, 2023	Sept. 12, 2028
Jeremy Hanson	150,000	\$0.125	Sept. 12, 2023	Sept. 12, 2028

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Name of Optionee	No. of Optioned Shares <sup>(1)</sup>	Exercise Price	Original Date of Grant	Expiry Date
MarketSmart Communications Inc.	300,000	\$0.17	Oct. 18, 2023	Oct. 18, 2028
JSA Precious Metals Trading Corp.	1,000,000	\$0.09	Jan 22, 2024	Jan. 22, 2029
Randy Lamb	200,000	\$0.09	Jan 22, 2024	Jan. 22, 2029
Patriot Capital Corporation (owned and controlled by Morgan Good)	100,000	\$0.09	Jan 22, 2024	Jan. 22, 2029
Bocking Financial Corp. (owned and controlled by Leighton Bocking)	100,000	\$0.09	Jan 22, 2024	Jan. 22, 2029
Jeremy Hanson	100,000	\$0.09	Jan 22, 2024	Jan. 22, 2029

(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.

**December 29, 2022**

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

**April 4, 2024**

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

**47,009,758 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.

**19.1%**

- (f) 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.

**421,952**

- (g) 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**

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(h) 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: April 4, 2024

Morgan Good

Name of Director or Senior Officer

/S/ Morgan Good

Signature

Chief Executive Officer

Official Capacity