

# FORM 11

## NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: Getchell Gold Corp. (the "Issuer").

Trading Symbol: GTCH

Date: December 11, 2020

### 1. New Options Granted:

Date of Grant: December 11, 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
Mike Sieb	Director/Officer	Yes	150,000	\$0.35	Dec. 11, 2025	350,000
Jim Mustard	Director	Yes	150,000	\$0.35	Dec. 11, 2025	100,000
Bill Wagener	Director/Officer	Yes	150,000	\$0.35	Dec. 11, 2025	350,000
Scott Frostad	Consultant	No	50,000	\$0.35	Dec. 11, 2025	100,000
Justin Meiklem	Consultant	No	50,000	\$0.35	Dec. 11, 2025	100,000
Glen Castle Capital Inc.	Consultant	No	200,000	\$0.35	Dec. 11, 2025	1,550,000
Bonaventure Explorations Ltd.	Consultant	No	100,000	\$0.35	Dec. 11, 2025	375,000

Total Number of optioned shares proposed for acceptance: 850,000 .

## 2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares <sup>(1)</sup>	Exercise Price	Original Date of Grant	Expiry Date
William Wagener	750,000	\$0.41	Nov 10, 2016	Nov 10, 2021
William Wagener	500,000	\$0.08	Sept 12, 2019	Sept 12, 2024
Glen Castle Capital Inc.	530,000	\$0.08	Sept 12, 2019	Sept 12, 2024
Bonaventure Explorations Ltd.	325,000	\$0.08	Sept 12, 2019	Sept 12, 2024
Sandro Costa	75,000	\$0.08	Sept 12, 2019	Sept 12, 2024
Michael Sieb	500,000	\$0.08	Sept 12, 2019	Sept 12, 2024
Malaspina Consultants Inc.	25,000	\$0.08	Sept 12, 2019	Sept 12, 2024
Bonaventure Explorations Ltd.	200,000	\$0.15	March 27, 2020	March 27, 2025
Glen Castle Capital Inc.	1,050,000	\$0.15	March 27, 2020	March 27, 2025
Michael Sieb	250,000	\$0.15	March 27, 2020	March 27, 2025
William Wagener	250,000	\$0.15	March 27, 2020	March 27, 2025
Bonaventure Explorations Ltd.	175,000	\$0.33	July 2, 2020	July 2, 2025
Glen Castle Capital Inc.	500,000	\$0.33	July 2, 2020	July 2, 2025
Michael Sieb	100,000	\$0.33	July 2, 2020	July 2, 2025
William Wagener	100,000	\$0.33	July 2, 2020	July 2, 2025
Scott Frostad	50,000	\$0.33	July 2, 2020	July 2, 2025
Natasha Tsai	100,000	\$0.33	July 2, 2020	July 2, 2025
Jim Mustard	150,000	\$0.345	July 15, 2020	July 15, 2025
Justin Meiklem	100,000	\$0.45	Sept. 17, 2020	Sept. 17, 2025
Scott Frostad	50,000	\$0.45	Sept. 17, 2020	Sept. 17, 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. N/A
- (b) State the date of the news release announcing the grant of options. December 11, 2020
- (c) State the total issued and outstanding share capital at the date of grant or amendment. 70,096,250
- (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. 9.46%
- (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. 379,625
- (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

### 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 December 11, 2020.

William S Wagener  
Name of Director or Senior  
Officer

*“William S Wagener”*  
Signature

Chief Executive Officer  
Official Capacity