

**FORM 11**

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

Name of Listed Issuer: AI/ML Innovations Inc. (the "Issuer").

Trading Symbol: AIML

Date: December 1, 2023

**1. New Options Granted:**

Date of Grant: November 29, 2023

<b>Name of Optionee</b>	<b>Position (Director/ Officer/ Employee/ Consultant/ Management Company)</b>	<b>Insider Yes or No?</b>	<b>No. of Optioned Shares</b>	<b>Exercise Price</b>	<b>Expiry Date</b>	<b>No. of Options Granted in Past 12 Months</b>
Fabrice Pakin	Director	Yes	200,000	\$0.20	11-29-2028	Nil
Blake Fallis	Consultant	No	100,000	\$0.20	11-29-2028	Nil
Sheldon Inwentash	Consultant	No	500,000	\$0.20	11-29-2025	Nil
Jakson Inwentash	Consultant	No	500,000	\$0.20	11-29-2025	Nil
Crow's Nest Consulting	Consultant	No	100,000	\$0.20	11-29-2025	Nil
<b>TOTAL:</b>			<b>1,400,000</b>			

Total Number of optioned shares proposed for acceptance: **1,400,000**

**2. Other Presently Outstanding Options:**

<b>Name of Optionee</b>	<b>No. of Optioned Shares<sup>(1)</sup></b>	<b>Exercise Price</b>	<b>Original Date of Grant</b>	<b>Expiry Date</b>
Tim Daniels	500,000	\$0.20	11-Apr-22	11-Apr-27
Nick Watters	200,000	\$0.20	11-Apr-22	11-Apr-27

**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
Octagon Media Corp.	300,000	\$0.20	21-Dec-22	21-Dec-23
Randy Duguay	500,000	\$0.20	13-Mar-23	12-Mar-28
Bruce Matichuk	500,000	\$0.20	13-Mar-23	12-Mar-28
Octagon Media Corp.	300,000	\$0.20	22-Sep-23	22-Sep-24
<b>TOTAL:</b>	<b>2,300,000</b>			

(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 1, 2023**

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

**63,372,397**

(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.

**5.84%**

(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.

**6,300,000**

(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.

**None.**

---

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

**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 1, 2023.

Tim Daniels  
Name of Director or Senior Officer

(signed) /S/ "Tim Daniels"  
Signature

Director  
Official Capacity

---

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