

# FORM 11

## NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: Flow Metals Corp (the "Issuer").

Trading Symbol: FWM

Date: October 15, 2020

### 1. New Options Granted:

Date of Grant: October 13, 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
Consultant #2	Consultant	No	200,000	\$0.10	October 13, 2022	Nil
Scott Sheldon	Director	Yes	100,000	\$0.10	October 13, 2022	Nil
Don Sheldon	Director	Yes	100,000	\$0.10	October 13, 2022	Nil
Adrian Smith	Director	Yes	100,000	\$0.10	October 13, 2022	Nil
R. Brian Murray	Director	Yes	100,000	\$0.10	October 13, 2022	Nil
Jaap Verbaas	Officer	Yes	100,000	\$0.10	October 13, 2022	Nil
Michael Woods	Officer	Yes	100,000	\$0.10	October 13, 2022	Nil
<b>Total</b>			<b>800,000</b>			

Total Number of optioned shares proposed for acceptance: 800,000

Other Presently Outstanding Options: 500,000

Name of Optionee	No. of Optioned Shares <sup>(1)</sup>	Exercise Price	Original Date of Grant	Expiry Date
Consultant #1	500,000	\$0.11	20-July-20	20-Jan-21

**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.

No shareholder approval required. The stock option plan was approved by shareholders on August 29, 2018.

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

N/A

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

31,298,123

- (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 total outstanding stock options is 4.15% of the total outstanding shares.

- (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.

1,829,812 options remain available for grant under the plan.

- (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.

No public distribution has been completed within 90 days of the date of grant.

- (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: October 15, 2020.

Scott Sheldon  
Name of Director or Senior  
Officer

"Scott Sheldon"  
Signature

Director & CEO  
Official Capacity