

# FORM 11

## NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: Declan Resources Inc. (the "Issuer").

Trading Symbol: LAN

Date: August 9, 2018

### 1. New Options Granted:

Date of Grant: August 9, 2018

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
Wayne Tisdale	Director	Yes	600,000	\$0.39	August 9, 2023	Nil
Michelle Gahagan	Director	Yes	600,000	\$0.39	August 9, 2023	Nil
Garry Clark	Director	Yes	600,000	\$0.39	August 9, 2023	Nil
Kelsey Chin	Officer	Yes	250,000	\$0.39	August 9, 2023	Nil
Michael Curtis	Director	Yes	200,000	\$0.39	August 9, 2023	Nil
Bryce Tisdale	Director	Yes	200,000	\$0.39	August 9, 2023	Nil
Jamie Newall	Consultant	No	200,000	\$0.39	August 9, 2023	Nil
Tami Landrum	Consultant	No	150,000	\$0.39	August 9, 2023	Nil

Total Number of optioned shares proposed for acceptance: 2,800,000.

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## 2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares <sup>(1)</sup>	Exercise Price	Original Date of Grant	Expiry Date
Michelle Gahagan	8,333	\$2.70	October 7, 2013	October 7, 2018
Tami Landrum	3,333	\$2.70	October 7, 2013	October 7, 2018
Jamie Newall	8,333	\$2.70	October 7, 2013	October 7, 2018
Wayne Tisdale	8,333	\$2.70	October 7, 2013	October 7, 2018

(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.

**N/A**

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

**41,151,156**

- (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.

**6.8%**

- (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.

**1,286,782**

- (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.

**\$0.25**

- (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 August 9, 2018.

Kelsey Chin  
Name of Director or Senior  
Officer

"Kelsey Chin"  
Signature

Chief Financial Officer  
Official Capacity