FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: Rise Resources Inc. (the ñIssuerò).

Trading Symbol: UPP

Date: December 27, 2016

1. New Options Granted:

Date of Grant: December 27, 2016

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
Benjamin Mossman	Director/Officer	Yes	2,142,542	0.24	December 27, 2021	586,600

Total Number of optioned shares proposed for acceptance: 2,142,542.

2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares (1)	Exercise Price ($)	Original Date of Grant	Expiry Date
Fred Tejada	900,000	0.15	March 23, 2016	March 22, 2021
Cale Thomas	700,000	0.15	March 23, 2016	March 22, 2021
Kevin Ma	400,000	0.15	March 23, 2016	March 22, 2021
Fred Leigh	500,000	0.15	March 23, 2016	March 22, 2021
Benjamin Mossman	586,600	0.20	August 8, 2016	August 8, 2021

(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 28, 2016

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

54,582,841 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.

9.6%

(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.

229,142

(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.

On December 23, 2016, the Issuer completed a private placement priced at $0.20 per unit for units comprised of one common share of the Issuer and one warrant entitling the holder to purchase one common share of the Issuer for $0.40 until December 23, 2018.

(g) Describe the particulars of any proposed material changes in the affairs of the Issuer.

None

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 27, 2016.

Cale Thomas
Name of Director or Senior Officer

"Cale Thomas"
Signature

CFO
Official Capacity