

# FORM 11

## NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: APPIA ENERGY CORP. (the "Issuer").

Trading Symbol: API

Date: DECEMBER 16, 2016

### 1. New Options Granted:

Date of Grant: N/A

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

Total Number of optioned shares proposed for acceptance: N/A .

### 2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares <sup>(1)</sup>	Exercise Price	Original Date of Grant	Expiry Date
James Sykes	500,000	0.10	April 14, 2016	April 14, 2021
Palisade Global Investments Ltd.	300,000	0.30	August 11, 2016	June 30, 2018
Irvine R. Annesley	100,000	0.30	August 22, 2016	August 22, 2021

<b>TOTAL</b>	<b>900,000</b>			
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(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.

The total issued and outstanding Share Capital as at December 15, 2016, being the date of cancellation of options, is 43,791,078.

- (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.

Options representing 2.74% of current issued and outstanding capital have been cancelled. Options representing 2.06% of current issued and outstanding capital are issued and outstanding.

Nick Bontis (400,000 Options), Frank van de Water (400,000 Options) and Douglas H. Underhill (400,000 Options) surrendered an aggregate of 1,200,000 options on December 15, 2016

- (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.

After the surrender of options 3,579,107 shares are reserved for option grants.

- (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.

- (g) Describe the particulars of any 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 December 16, 2016.

William R. Johnstone  
Name of Director or Senior  
Officer

"William R. Johnstone"  
Signature

Assistant Corporate Secretary  
Official Capacity