

# FORM 11

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

Name of Listed Issuer: TRACESAFE INC. (the "Issuer").

Trading Symbol: TSE

Date: November 7, 2022

### **1. New Options Granted:**

Date of Grant: November 3, 2022

<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>
Murray Tevlin	Director	Yes	300,000	\$0.17	November 3, 2024	Nil

Total Number of optioned shares proposed for acceptance: 300,000 .

### **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>
Wayne Lloyd	510,000	\$0.60	December 16, 2021	December 16, 2031
Betty Anne Loy	102,000	\$0.60	December 16, 2021	December 16, 2031
Dennis Kwan	510,000	\$0.60	December 16, 2021	December 16, 2031
Gordon Zeilstra	510,000	\$0.60	December 16, 2021	December 16, 2031
Marcin Samiec	300,000	\$0.60	December 16, 2021	December 16, 2031
Suresh Singamsetty	510,000	\$0.60	December 16, 2021	December 16, 2031
Ong Hwee Teng (Jasling)	250,000	\$0.60	December 16, 2021	December 16, 2031

Martin Skye	30,000	\$0.60	December 16, 2021	December 16, 2031
Susanne MacKillop	300,000	\$0.60	December 16, 2021	December 16, 2031
Taiki Shimada	22,500	\$0.60	December 16, 2021	December 16, 2031
Multiple Employees TraceSafe Technologies Inc.	649,500	\$0.60	December 16, 2021	December 16, 2031
Multiple Employees Wisilica India Private Limited	892,500	\$0.60	December 16, 2021	December 16, 2031
Multiple Employees Tracesafe Asia Pacific Pte Ltd.	120,000	\$0.60	December 16, 2021	December 16, 2031
James Passin	250,000	\$0.20	October 15, 2018	October 15, 2023
Wayne Lloyd	350,000	\$0.20	October 15, 2018	October 15, 2023
Malcolm Burke	175,000	\$0.20	October 15, 2018	October 15, 2023
Jeremy Gardner	150,000	\$0.20	October 15, 2018	October 15, 2023
Greg Kallinikos	150,000	\$0.20	October 15, 2018	October 15, 2023
Betty Anne Loy	45,000	\$0.20	October 15, 2018	October 15, 2023
Gordon Zeilstra	400,000	\$0.62	September 18, 2020	September 18, 2025
Marcin Samiec	100,000	\$0.62	September 18, 2020	September 18, 2025
Murray Teylin	200,000	\$0.40	November 29, 2020	November 29, 2025
Christopher Ho-Chi Leung	75,000	\$0.52	December 6, 2020	December 6, 2026
Suzanne MacKillop	100,000	\$0.60	January 14, 2021	January 14, 2026
Patricia Steadman Ltd.	500,000	\$0.60	July 19, 2021	July 19, 2026
Mark Leung	350,000	\$0.60	March 24, 2022	March 24, 2024

(1) Set out number of optioned shares for each grant with different terms.

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OR AMENDMENT**

### 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 – Shareholder approval was not required for the grant of options. Shareholder plan under which the options are granted was last approved by shareholders at the annual general meeting of the shareholders of the Issuer held on August 17, 2021.

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

N/A – the number of shares optioned under the grant is not material

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

As of the date of grant, a total of 56,364,647 common shares of the Issuer are issued and outstanding.

- (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 aggregate number of shares that are subject to incentive stock options, including new options, amended options and other presently outstanding options represent 13.68% of the issued and outstanding shares of the Issuer.

- (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 granting the new options, the number of remaining shares reserved for issuance under the plan is 3,563,929.

- (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.

N/A - The grant of options in connection with this Form 11 is not connected to any proposed material changes.

#### 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 November 7, 2022.

Wayne Lloyd  
Name of Director or Senior  
Officer

/s/ "Wayne Lloyd"  
Signature

Chief Executive Officer  
Official Capacity