

# FORM 11

## NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: Etruscus Resources Corp. (the "Issuer").

Trading Symbol: ETR

Date: May 28, 2020

### 1. New Options Granted:

Date of Grant: May 25, 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
Carl Ryan	Consultant	N	60,000	0.25	2/27/25	0
Peter Oates	Consultant	N	30,000	0.25	5/25/25	0
Andrew Voong	Consultant	N	200,000	0.25	5/25/25	0

Total Number of optioned shares proposed for acceptance: 290,000.

## 2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares <sup>(1)</sup>	Exercise Price	Original Date of Grant	Expiry Date
G Lam	350,000	0.25	01/15/19	01/15/24
F Aliperti	250,000	0.25	01/15/19	01/15/24
M Sikich	125,000	0.25	01/15/19	01/15/24
J Leikam	125,000	0.25	01/15/19	01/15/24
J Lever	200,000	0.25	01/15/19	01/15/24
A Razique	100,000	0.25	01/15/19	01/15/24
D Dupre	100,000	0.25	01/15/19	01/15/24
David Webb	200,000	0.25	01/21/19	01/21/24
Lindsay Bottomer	75,000	0.25	01/21/19	01/21/24
Carl Ryan	60,000	0.25	01/21/19	01/21/24
Murray Jones	50,000	0.28	03/15/19	03/15/24

(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.

**Dec 09, 2019**

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

**Feb 27/ 2020 for Carl Ryan options and May 25 2020 for P Oates and A Voong options**

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

**21,228,501**

- (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. **Total outstanding options 1,925,000=9.07 percent**

- (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. **197,850 Shares**
- (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**

**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: May 28, 2020

Jon Lever  
Name of Director or Senior  
Officer

Signature

CFO  
Official Capacity

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