

## FORM 11

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

Name of Listed Issuer: **Acme Gold Company Limited (the “Issuer”)**.

Trading Symbol: **AGE**

Date: **April 22, 2024**

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

Date of Grant: April 19, 2024

	<b>Position (Director/ Officer/ Employee/ Consultant/ Management Company</b>					
<b>Name of Optionee</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>
Robert Duncan	Director	Yes	100,000	\$0.10	Oct 31/26	Nil

Total Number of optioned shares proposed for acceptance: 100,000.

#### **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>
Donald Crossley	100,000	\$0.10	October 31, 2021	October 31, 2026
Mark Lotz	100,000	\$0.10	October 31, 2021	October 31, 2026
Jason Weber	100,000	\$0.10	October 31, 2021	October 31, 2026
Ronald Britten	100,000	\$0.10	October 31, 2021	October 31, 2026
Leede Jones Gable Inc.	400,000	\$0.10	May 25, 2022	May 25, 2025

(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.

*The Issuer's Stock Option Plan was last approved by shareholders at the Issuer's Annual General Meeting held on February 27, 2024.*

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

*The news release announcing the grant of options was issued April 19, 2024.*

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

*The Issuer's total issued and outstanding share capital at the date of grant was 13,095,001 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.

*The aggregate number of shares that are subject to incentive stock options as a percentage of the issued and outstanding shares of the Issuer is 6.87%.*

- (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 above mentioned new options, there remains 409,500 shares reserved for future option issuances under the Issuer's Stock Option Plan.*

- (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.

*Not applicable.*

- (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: April 22, 2024

Donald Crossley  
Name of Director or Senior  
Officer

"Donald Crossley"  
Signature

Director, Secretary, and CFO  
Official Capacity