

**FORM 11**

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

Name of Listed Issuer: C2C Gold Corp., formerly "Taku Gold Corp." (the "Issuer").

Trading Symbol: CTOC

Date: April 29, 2024

**1. New Options Granted:**

Date of Grant: April 29, 2024

<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>
Jason Bagg	Officer	Yes	400,000	\$0.16	April 29, 2027	0

Total Number of optioned shares proposed for acceptance: 400,000.

**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>
Janet Lee-Sheriff	100,000	\$0.42	May 27, 2021	May 27, 2024
Lori Walton	100,000	\$0.42	May 27, 2021	May 27, 2024
Trey Wasser	50,000	\$0.42	May 27, 2021	May 27, 2024
Peter Bures	50,000	\$0.42	May 27, 2021	May 27, 2024
Richard Goldfarb	50,000	\$0.42	May 27, 2021	May 27, 2024
Camille Zhou	50,000	\$0.42	May 27, 2021	May 27, 2024
Isaac Fage	50,000	\$0.42	May 27, 2021	May 27, 2024
Ingrid Mullins	20,000	\$0.42	May 27, 2021	May 27, 2024
Gemma Cambray	20,000	\$0.42	May 27, 2021	May 27, 2024

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<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>
Micheline Cloutier	20,000	\$0.42	May 27, 2021	May 27, 2024
Natasha Varga	20,000	\$0.42	May 27, 2021	May 27, 2024
Chris Buchanan	100,000	\$0.26	Sept. 24, 2021	Sept. 24, 2024
Ian Enright	30,000	\$0.24	Nov. 4, 2021	Nov. 4, 2024
Jeananne Hauswald	200,000	\$0.28	Nov. 15, 2021	Nov. 15, 2024
John Reynolds	25,000	\$0.20	Dec. 1, 2021	Dec. 1, 2024
Richard Goldfarb	225,000	\$0.23	April 1, 2022	April 1, 2025
Peter Bures	225,000	\$0.23	April 1, 2022	April 1, 2025
Trey Wasser	250,000	\$0.23	April 1, 2022	April 1, 2025
Jeananne Hauswald	225,000	\$0.23	April 1, 2022	April 1, 2025
Lori Walton	225,000	\$0.23	April 1, 2022	April 1, 2025
Janet Lee-Sheriff	75,000	\$0.23	April 1, 2022	Sept. 29, 2022
Camille Zhou	200,000	\$0.23	April 1, 2022	April 1, 2025
Gemma Cambray	30,000	\$0.23	April 1, 2022	April 1, 2025
Chris Buchanan	50,000	\$0.23	April 1, 2022	April 1, 2025
Ingrid Mullins	50,000	\$0.23	April 1, 2022	April 1, 2025
Micheline Cloutier	30,000	\$0.23	April 1, 2022	April 1, 2025
Natasha Varga	20,000	\$0.23	April 1, 2022	April 1, 2025
William Sheriff	200,000	\$0.25	June 13, 2022	June 13, 2027
Peter Bures	100,000	\$0.16	Jul 1, 2022	July 1, 2027
Fredy Marino	100,000	\$0.15	Jul 6, 2022	July 6, 2025
Peter Bures	375,000	\$0.07	June 16, 2023	June 16, 2026
Chris Buchanan	100,000	\$0.07	June 16, 2023	June 16, 2026
Gemma Cambray	25,000	\$0.07	June 16, 2023	June 16, 2026
Micheline Cloutier	25,000	\$0.07	June 16, 2023	June 16, 2026
Ian Enright	25,000	\$0.07	June 16, 2023	June 16, 2026
Richard Goldfarb	375,000	\$0.07	June 16, 2023	June 16, 2026
Jeananne Hauswald	500,000	\$0.07	June 16, 2023	June 16, 2026
Christopher Huggins	200,000	\$0.07	June 16, 2023	July 22, 2024
Janet Lee-Sheriff	100,000	\$0.07	June 16, 2023	June 16, 2026
Ingrid Mullins	25,000	\$0.07	June 16, 2023	June 16, 2026
William Sheriff	300,000	\$0.07	June 16, 2023	June 16, 2026
Natasha Varga	25,000	\$0.07	June 16, 2023	June 16, 2026
Lori Walton	425,000	\$0.07	June 16, 2023	June 16, 2026

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Name of Optionee	No. of Optioned Shares <sup>(1)</sup>	Exercise Price	Original Date of Grant	Expiry Date
Trey Wasser	400,000	\$0.07	June 16, 2023	June 16, 2026
Scott Davis	250,000	\$0.145	January 8, 2024	January 8, 2027
Eric Keller	400,000	\$0.145	January 8, 2024	January 8, 2027
Douglas Underhill	250,000	\$0.24	February 1, 2024	February 1, 2027
Madison Ribeiro	20,000	\$0.24	February 1, 2024	February 1, 2027

(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.

Not applicable

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

April 29, 2024

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

152,627,703 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.

10%

- (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.

8,702,770

- (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.

\$0.17

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

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Not Applicable

**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 29, 2024

Scott Davis

\_\_\_\_\_  
Name of Director or Senior Officer



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Signature

CFO and Secretary

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Official Capacity