

## FORM 11

### NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: Bayridge Resources Corp. (the “Issuer”).

Trading Symbol: BYRG

Date: April 29, 2024

#### 1. New Options Granted:

Date of Grant: April 26, 2024

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
Seahawk Capital Corp.	Director, Chief Executive Officer, and President	Yes	1,300,000 common shares underlying stock options ("Options")	\$0.64	Three years from the date of grant	200,000 Options and 200,000 RSUs
			1,800,000 common shares underlying restricted share units ("RSUs")	N/A	Three years from the date of grant	
Gurcharn Deol	Director	Yes	50,000 Options	\$0.64	Three years from the date of grant	Nil
Brijender Jassal	Director	Yes	50,000 Options	\$0.64	Three years from the date of grant	Nil

Brian Thurston	Director	Yes	50,000 Options	\$0.64	Three years from the date of grant	Nil
Trevor Nawalkowski	Director	Yes	50,000 Options	\$0.64	Three years from the date of grant	Nil
Resultz Ventures Inc.	Consultant	No	300,000 RSUs	N/A	Three years from the date of grant	Nil

Total Number of optioned shares proposed for acceptance: 3,600,000.

## 2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares <sup>(1)</sup>	Exercise Price	Original Date of Grant	Expiry Date
Mammoth Geological Ltd.	600,000 RSUs	N/A	April 5, 2024	April 5, 2027
Mammoth Geological Ltd.	400,000 Options	\$0.57	April 5, 2024	April 5, 2027
Seahawk Capital Corp.	200,000 RSUs	N/A	April 5, 2024	April 5, 2027
Seahawk Capital Corp.	200,000 Options	\$0.57	April 5, 2024	April 5, 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. N/A.
- (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. 70,862,671.

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- (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. 7.1%.
- (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. 2,086,267.
- (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.

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#### 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.

Saf Dhillon  
Name of Director or Senior  
Officer

/s/ Saf Dhillon  
Signature

CEO  
Official Capacity

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