

## FORM 11

### **NOTICE OF PROPOSED RESTRICTED SHARE UNIT GRANT OR AMENDMENT**

Name of Listed Issuer: Green Bridge Metals Corporation (the "Issuer").

Trading Symbol: GRBM

Date: May 3, 2024

**1. New RSUs Granted:**

Date of Grant: May 1, 2024

Name of RSU Grantees	Position (Director/ Officer/ Employee/ Consultant/ Management Company)	Insider Yes or No?	No. of RSUs	No. of RSUs Granted in Past 12 Months
David Goldman	Consultant	No	250,000	Nil
Total RSUs:			250,000	

Total Number of RSUs proposed for acceptance: 250,000.

**2. Other Presently Outstanding RSUs: Nil**

**3. Additional Information**

- (a) If shareholder approval was required for the grant of RSUs (including prior approval of an RSU 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 RSUs. Not applicable.
- (c) State the total issued and outstanding share capital at the date of grant or amendment. 58,406,602.
- (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 RSUs, including new RSUs, amended RSUs and other presently outstanding RSUs. 0.43%.

- (e) If the new RSUs are being granted pursuant to an equity incentive plan, state the number of remaining shares reserved for issuance under the equity incentive plan.  
11,131,320
- (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. None.
- (g) Describe the particulars of any proposed material changes in the affairs of the Issuer.  
There are no material changes in affairs of the Issuer.

#### **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 3, 2024.

David Suda  
Name of Director or Senior Officer

"David Suda"  
Signature

CEO & Director  
Official Capacity