

## FORM 11

### NOTICE OF PROPOSED STOCK OPTION GRANT

Name of Listed Issuer: NETRAMARK HOLDINGS INC. (the "Issuer").

Trading Symbol: AIAI

Date: March 28, 2024

#### 1. New Options Granted:

Name of Optionee	Position (Director/ Officer/ Employee/ Consultant/ Management Company)	Insider Yes or No?	Date of Grant	No. of Optioned Shares	Exercise Price (CAD \$)	Expiry Date	No. of Options Granted in Past 12 Months
J-Boys Consulting & Jeff Huntsman	Consultant	No	March 26, 2024	50,000	\$0.35	March 26, 2029	Nil

Total Number of optioned shares proposed for acceptance: 50,000

2.

a. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares <sup>(1)</sup>	Exercise Price	Original Date of Grant	Expiry Date
Duck Capital Inc.	50,000	\$0.90	8-Jun-21	8-Jun-26
Gino DeMichele	60,000	\$0.90	8-Jun-21	8-Jun-26
GRP Holdings Ltd.	50,000	\$0.90	8-Jun-21	8-Jun-26
Mike Dai	50,000	\$0.90	8-Jun-21	8-Jun-26
Amal Wolfe	40,000	\$0.90	8-Jun-21	8-Jun-26
Andrew Parks	80,000	\$0.90	8-Jun-21	8-Jun-26
Chuck McBride	100,000	\$0.90	8-Jun-21	8-Jun-26
David Nagy	25,000	\$0.90	8-Jun-21	8-Jun-26
Dean Sebastian	36,000	\$0.90	8-Jun-21	8-Jun-26
Dr. Ellen Larsen	25,000	\$0.90	8-Jun-21	8-Jun-26
Dr. Luca Pani	50,000	\$0.90	8-Jun-21	8-Jun-26
George Achilleos	75,000	\$0.90	8-Jun-21	8-Jun-26
Michael Phelps	50,000	\$0.90	8-Jun-21	8-Jun-26
Peter Carlisle	35,000	\$0.90	8-Jun-21	8-Jun-26
Sheetal Jaitly	60,000	\$0.90	8-Jun-21	8-Jun-26
Will Travis	100,000	\$0.90	8-Jun-21	8-Jun-26
Consultant 7	70,000	\$1.69	06-Sep-21	6-Sep-31
Gino DeMichele	150,000	\$0.70	13-Apr-22	13-Apr-27

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Consultant 1	200,000	\$0.70	22-Apr-22	22-Apr-27
Consultant 2	50,000	\$0.70	22-Apr-22	22-Apr-27
George Achilleos	125,000	\$0.70	22-Apr-22	22-Apr-27
Consultant 5	20,000	\$0.70	22-Apr-22	22-Apr-27
George Achilleos	300,000	\$0.70	22-Apr-22	22-Apr-27
Employee 3	25,000	\$0.70	22-Apr-22	22-Apr-27
Employee 4	25,000	\$0.70	22-Apr-22	22-Apr-27
Employee 5	25,000	\$0.70	22-Apr-22	22-Apr-27
Employee 6	25,000	\$0.70	22-Apr-22	22-Apr-27
Kevin Taylor	80,000	\$0.70	22-Apr-22	22-Apr-27
JJS Lifesci Consulting, LLC	500,000	\$0.40	13-Jul-22	13-Jul-27
Swapan Kakumanu	200,000	\$0.52	18-Jul-22	18-Jul-27
Employee 10	20,000	\$0.70	18-Jul-22	18-Jul-27
Luca Pani, MD Inc.	350,000	\$0.41	20-Jul-22	20-Jul-27
Dhananja Jayalath	100,000	\$0.40	8-Aug-22	8-Aug-27
Emergence Innovations Inc.	350,000	\$0.41	15-Aug-22	15-Aug-27
Swapan Kakumanu	125,000	\$0.35	31-Oct-22	31-Oct-27
Joseph Geraci	100,000	\$0.35	31-Oct-22	31-Oct-27
Daniel Gallucci	75,000	\$0.35	31-Oct-22	31-Oct-27
Sturgeon Capital	200,000	\$0.35	22-Nov-22	22-Nov-24
Larry Alphs	50,000	\$0.50	27-Feb-23	27-Feb-25
Abhishek Agrawal	50,000	\$0.50	17-Mar-23	17-Mar-25

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Stan Fenwick	300,000	\$0.40	1-Jun-23	1-Jun-25
Gino DeMichele	200,000	\$0.38	1-Jun-23	1-Jun-25
Andrew Parks	25,000	\$0.38	1-Jun-23	1-Jun-25
Joseph Geraci	350,000	\$0.38	1-Jun-23	1-Jun-25
Sheetal Jaitly	25,000	\$0.38	1-Jun-23	1-Jun-25
Employee 3	20,000	\$0.38	28-Jun-23	28-Jun-28
Rizk Management	50,000	\$0.38	14-Jul-23	14-Jul-28
	5,071,000			

**b. Other Presently Outstanding RSUs:**

<b>Name of Optionee</b>	<b>No. of Optioned Shares <sup>(1)</sup></b>	<b>Original Date of Grant</b>	<b>Expiry Date</b>
Kevin Taylor	50,000	22-Nov-21	22-Nov-23
Kevin Taylor	200,000	13-Apr-22	13-Apr-24
Gino DeMichele	200,000	13-Apr-22	13-Apr-24
George Achilleos	22,000	31-Oct-22	31-Oct-24
Gino DeMichele	150,000	31-Oct-22	31-Oct-24
Kevin Taylor	200,000	31-Oct-22	31-Oct-24
Sheetal Jaitly	150,000	31-Oct-22	31-Oct-24
Kevin Taylor	175,000	19-Jun-23	19-Jun-2025

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Gino DeMichele	300,000	19-Jun-23	19-Jun-2025
Andrew Parks	100,000	19-Jun-23	19-Jun-2025
George Achilleos	400,000	19-Jun-23	19-Jun-2025
Swapan Kakumanu	125,000	19-Jun-23	19-Jun-2025
Sheetal Jaitly	100,000	19-Jun-23	19-Jun-2025
	2,172,000		

### 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.

N/A.

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

66,827,195 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.

10.91%

- (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.

There are 2,731,079 shares reserved for issuance.

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.

- (f) 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 March 28, 2024

George Achilleos  
Name of Director or Senior Officer

"George Achilleos"  
Signature

Chief Executive Officer  
Official Capacity