

# FORM 11

## NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: Origen Resources Inc. (the "Issuer").

Trading Symbol: ORGN

Date: April 25, 2024

### 1. New Options Granted:

Date of Grant: April 23, 2024

Name of Optionee	Position	Insider Yes or No?	No. of Optioned Shares	Exercise Price	Expiry Date	No. of Options Granted in Past 12 Mon.
Gary Schellenberg	Director, CEO	Y	250,000	\$0.05	April 23, 2029	Nil
Thomas Hawkins	Director	Y	175,000	\$0.05	April 23, 2029	Nil
Geoff Schellenberg	Director, Corporate Secretary	Y	175,000	\$0.05	April 23, 2029	Nil
Natasha Tsai	CFO	Y	50,000	\$0.05	April 23, 2029	Nil
Jerry Bella	Advisor/Consultant	N	75,000	\$0.05	April 23, 2029	Nil
Heather Schellenberg	Consultant	N	75,000	\$0.05	April 23, 2029	Nil
John Harrop	Advisor/Consultant	N	100,000	\$0.05	April 23, 2029	Nil
Marcelin O'Neill	Consultant	N	50,000	\$0.05	April 23, 2029	Nil
Caroline Klukowski	Consultant	N	50,000	\$0.05	April 23, 2029	Nil
Gabriel Pindar	Advisor/Consultant	N	100,000	\$0.05	April 23, 2029	Nil
			<b>1,100,000</b>			

Total Number of optioned shares proposed for acceptance: 1,100,000

## 2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares <sup>(1)</sup>	Exercise Price	Original Date of Grant	Expiry Date
Geoff Schellenberg	325,000	\$0.15	June 1, 2020	June 1, 2025
Gary Schellenberg	275,000	\$0.15	June 1, 2020	June 1, 2025
John Harrop	150,000	\$0.15	June 1, 2020	June 1, 2025
Caroline Klukowski	50,000	\$0.15	June 1, 2020	June 1, 2025
Heather Schellenberg	50,000	\$0.15	June 1, 2020	June 1, 2025
Geoff Schellenberg	150,000	\$0.23	January 21, 2021	January 21, 2026
Gary Schellenberg	250,000	\$0.23	January 21, 2021	January 21, 2026
Heather Schellenberg	50,000	\$0.23	January 21, 2021	January 21, 2026
Arielle Morgan	50,000	\$0.23	January 21, 2021	January 21, 2026
Garry Stock	200,000	\$0.29	December 3, 2021	December 3, 2026
Natasha Tsai	50,000	\$0.29	December 3, 2021	December 3, 2026
Jerry Bella	75,000	\$0.29	December 3, 2021	December 3, 2026
Quaestus Strategies Corp.	125,000	\$0.23	January 18, 2025	January 18, 2027
Mike Sieb	150,000	\$0.17	October 17, 2022	October 17, 2025
Michael Collins	150,000	\$0.17	October 17, 2022	October 17, 2025
James Mustard	150,000	\$0.17	October 17, 2022	October 17, 2025
Thomas Hawkins	150,000	\$0.24	February 14, 2023	February 14, 2028
Gabriel Pindar	150,000	\$0.26	February 16, 2023	February 16, 2028
David Shaw	150,000	\$0.26	February 16, 2023	February 16, 2028
Neil Stuart	150,000	\$0.26	February 16, 2023	February 16, 2028
George Cumplido	150,000	\$0.26	February 16, 2023	February 16, 2028
	<b>3,000,000</b>			

(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.

**Shareholders approved the Stock Option Plan at the Annual General Meeting held on November 29, 2023.**

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

**April 23, 2024**

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

**45,452,654 shares issued and outstanding.**

- (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 option plan: 10% or 4,545,265**

**Options issued: 9.02%**

**Options remaining in plan: 445,265**

- (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.

**4,100,000**

- (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**

## 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 25, 2024

**Gary Schellenberg**  
Name of Director or Senior  
Officer

//s/ "Gary Schellenberg"  
Signature

**Chief Executive Officer**  
Official Capacity