

STRIKEPOINT GOLD INC.

(the "Company")

FORM 51-102F6V STATEMENT OF EXECUTIVE COMPENSATION (for the year ended December 31, 2022)

Definitions for the purpose of this Statement of Executive Compensation

"**Chief Executive Officer**" or "**CEO**" of the Corporation means an individual who served as chief executive officer of the Corporation or performed functions similar to a chief executive officer for any part of the fiscal period ended December 31, 2022.

"**Chief Financial Officer**" or "**CFO**" of the Corporation means an individual who served as chief financial officer of the Corporation or performed functions similar to a chief financial officer for any part of the fiscal period ended December 31, 2022.

"**company**" includes other types of business organizations such as partnerships, trusts and other unincorporated business entities.

"**compensation securities**" includes stock options, convertible securities, exchangeable securities and similar instruments including stock appreciation rights, deferred share units and restricted stock units granted or issued by the Corporation or one of its subsidiaries for services provided or to be provided, directly or indirectly, to the Corporation or any of its subsidiaries.

"**external management company**" includes a subsidiary, affiliate or associate of the external management company.

"**Named Executive Officers**" or "**NEOs**" means each of the following individuals:

- (a) each CEO;
- (b) each CFO;
- (c) the most highly compensated executive officer, other than the CEO and CFO, at the end of the fiscal period ended December 31, 2022 whose total compensation was more than \$150,000 for that fiscal period; and
- (d) each individual who would be a NEO under (c) above, but for the fact that the individual was not an executive officer of the Corporation, nor acting in a similar capacity, at the end of the fiscal period ended December 31, 2022.

"**plan**" includes any plan, contract, authorization, or arrangement, whether or not set out in any formal document, where cash, compensation securities or any other property may be received, whether for one or more persons.

"**underlying securities**" means any securities issuable on conversion, exchange or exercise of compensation securities.

As of December 31, 2021, the Company had two "Named Executive Officers", namely Shawn Khunkhun, CEO and Mark Gelmon, CFO.

Director and Named Executive Officer Compensation

The following information is presented in accordance with Form 51-102F6V: Statement of Executive Compensation – Venture Issuers, and provides details of all compensation for each of the directors and named executive officers of the Corporation for the fiscal year ended December 31, 2022.

During the fiscal period ended December 31, 2022, the Corporation had three (3) Named Executive Officers, namely

Michael G. Allen, (CEO), Shawn Khunkhun (Former CEO), Mark Gelmon (CFO). There were five (5) individuals who served as a director of the Corporation for all or part of the fiscal year, two of which were also a Named Executive Officer of the Corporation, Michael G. Allen and Shawn Khunkhun.

Oversight and Description of Director and Executive Officer Compensation

Compensation Objectives and Principles

The compensation of the Corporation's NEOs and directors has been established with a view of attracting and retaining executives critical to the Corporation's short and long-term success and to continue providing executives with compensation that is in accordance with existing market standards. Compensation provided to the Corporation's NEOs and directors is determined and reviewed by the Corporation's board of directors (the "**Board of Directors**" or "**Board**").

Compensation Elements

Compensation of the Corporation's NEOs and directors may be comprised of a base salary (or director fees) and the granting of options to purchase common shares under the Corporation's stock option plan (as more particularly described below under the heading *Stock Option Plans and Other Incentive Plans*.) Through its executive compensation practices, the Corporation seeks to provide value to its shareholders by employing a strong executive leadership team. Specifically, the Corporation's executive compensation structure seeks to attract and retain talented and experienced executives necessary to achieve the Corporation's strategic objectives, motivate and reward executives whose knowledge, skills and performance are critical to the Corporation's success, and align the interests of the Corporation's executives and shareholders by motivating executives to increase shareholder value.

a) Base Salary

The Corporation believes that a competitive base salary is a necessary element of any compensation program that is designed to attract and retain talented and experienced executives. The Corporation also believes that attractive base salaries can motivate and reward executives for their overall performance.

The Corporation paid base salaries and or fees to its executives or directors in the fiscal period ended December 31, 2022. Going forward the Corporation may determine that payment of a base salary is appropriate for its executives or Directors and may enter into management or employment agreements providing for payment of a base salary or other compensation.

b) Stock Options

The Corporation grants stock options to NEOs and directors from time to time to help enable the Corporation to attract and retain experienced and qualified individuals in those positions by permitting such individuals to directly participate in an increase in per share value created for the Corporation's Shareholders. In determining option grants, the Board together with management takes into consideration factors that include the amount and exercise price of previous option grants, the individual's experience, level of expertise and responsibilities, and the contributions of each individual towards the completion of corporate transactions in any given fiscal year.

The Corporation granted stock no options to its executives and directors in the fiscal period ended December 31, 2022.

Director and Named Executive Officer Compensation – Excluding Compensation Securities

The following table sets out all compensation paid, payable, awarded, granted, given, or otherwise provided, directly or indirectly, by the Corporation to each NEO and director, in any capacity, for all or portion of the fiscal periods ended December 31, 2022 and December 31, 2021.

Table of compensation excluding compensation securities							
Name and position	Year	Salary, consulting fee, retainer or commission (\$)	Bonus (\$)	Committee or meeting fees (\$)	Value of perquisites (\$)	Value of all other compensation (\$)	Total compensation (\$)
Michael G. Allen (1) President, CEO and Director	2022	41,667	25,000	Nil	Nil	Nil	66,667
	2021	Nil	Nil	Nil	Nil	Nil	Nil
Shawn Khunkhun (2) Director, Former President, CEO	2022	180,000	Nil	Nil	Nil	Nil	180,000
	2021	230,000	Nil	Nil	Nil	Nil	230,000
Mark Gelmon (3) CFO	2022	120,000	Nil	Nil	Nil	Nil	120,000
	2021	Nil	Nil	Nil	Nil	Nil	Nil
Adrian Fleming (4) Director	2022	36,000	Nil	Nil	Nil	Nil	36,000
	2021	36,000	Nil	Nil	Nil	Nil	36,000
Ian Harris (5) Director	2022	Nil	Nil	Nil	Nil	Nil	Nil
	2021	Nil	Nil	Nil	Nil	Nil	Nil
Darryl Jones (6) Director	2022	Nil	Nil	Nil	Nil	Nil	Nil
	2021	Nil	Nil	Nil	Nil	Nil	Nil
Carol Li (7) Former Director	2022	Nil	Nil	Nil	Nil	Nil	Nil
	2021	3,000	Nil	Nil	Nil	Nil	3,000

Notes:

- (1) Michael G. Allen has served as Chief Executive Officer and director since November 1, 2022.
- (2) Shawn Khunkhun has served as a director since December 5, 2011. Mr. Khunkhun served as Chief Executive Officer from May 13, 2013 until November 1, 2022.
- (3) Mark Gelmon has served as Chief Financial Officer since December 1, 2015. Mr. Gelmon does not receive any compensation directly from the Company. All compensation paid by the Company in connection with the services of Mr. Gelmon are paid to iO Corporate Services Ltd., a Corporation which provides secretarial and accounting services.
- (4) Adrian Fleming has served as a director since May 16, 2017.
- (5) Ian Harris has served as a director since May 14, 2013.
- (6) Darryl Jones has served as a director since February 17, 2015.
- (7) Carol Li served as a director from February 17, 2015 until August 31, 2021.

External Management Companies.

None of the NEOs or directors of the Company have been retained or employed by an external management company which has entered into an understanding, arrangement or agreement with the Company to provide executive management services to the Company, directly or indirectly, other than Mark Gelmon, Chief Financial Officer (for further information, refer to "Employment, Consulting and Management Agreements" below).

Stock Options and Other Compensation Securities

The following table sets out all compensation securities granted or issued to each NEO and director by the Corporation during the fiscal year ended December 31, 2022 for services provided or to be provided, directly or indirectly, to the Corporation.

Compensation Securities							
Name and position	Type of compensation security	Number of compensation securities, number of underlying securities, and percentage of class	Date of issue or grant	Issue, conversion or exercise price (\$)	Closing price of security or underlying security on date of grant (\$)	Closing price of security or underlying security at year end (\$)	Expiry date
Michael G. Allen (1) President, CEO and Director	Stock Options	Nil	N/A	N/A	N/A	N/A	N/A
Shawn Khunkhun (2) Director, Former President, CEO	Stock Options	Nil	N/A	N/A	N/A	N/A	N/A
Mark Gelmon (3) CFO	Stock Options	Nil	N/A	N/A	N/A	N/A	N/A
Adrian Fleming (4) Director	Stock Options	Nil	N/A	N/A	N/A	N/A	N/A
Ian Harris (5) Director	Stock Options	Nil	N/A	N/A	N/A	N/A	N/A
Darryl Jones (6) Director	Stock Options	Nil	N/A	N/A	N/A	N/A	N/A
Carol Li (7) Former Director	Stock Options	Nil	N/A	N/A	N/A	N/A	N/A

Notes:

- (1) As at December 31, 2022, Michael G. Allen held no stock options.
- (2) As at December 31, 2022, Shawn Khunkhun held a total of 4,700,000 stock options to acquire 4,700,000 common shares. The stock options held by Mr. Khunkhun represent 27.81% of the outstanding stock options of the Company. 2,200,000 stock options were granted in the fiscal year ended December 31, 2021, 1,500,000 were granted in the fiscal year ended December 31, 2020, 400,000 were granted in the fiscal year ended December 31, 2019, 600,000 were granted in the fiscal year ended December 31, 2018.
- (3) As at December 31, 2022, Mark Gelmon held a total of 525,000 stock options to acquire 525,000 common shares. The stock options held by Mr. Gelmon represent 3.11% of the outstanding stock options of the Company. 200,000 stock options were granted in the fiscal year ended December 31, 2021, 250,000 were granted in the fiscal year ended December 31, 2020, 75,000 were granted in the fiscal year ended December 31, 2018.
- (4) As at December 31, 2022, Adrian Fleming held a total of 1,300,000 stock options to acquire 1,300,000 common shares. The stock options held by Mr. Fleming represent 7.69% of the outstanding stock options of the Company. 300,000 stock options were granted in the fiscal year ended December 31, 2021, 500,000 were granted in the fiscal year ended December 31, 2020, 100,000 were granted in the fiscal year ended December 31, 2019, 400,000 were granted in the fiscal year ended December 31, 2018.
- (5) As at December 31, 2022, Ian Harris held a total of 875,000 stock options to acquire 875,000 common shares. The stock options held by Mr. Harris represent 5.18% of the outstanding stock options of the Company. 200,000 stock options were granted in the fiscal year ended December 31, 2021, 325,000 were granted in the fiscal year ended December 31, 2020, 100,000 were granted in the fiscal year ended December 31, 2019, 250,000 were granted in the fiscal year ended December 31, 2018.
- (6) As at December 31, 2022, Darryl Jones held a total of 875,000 stock options to acquire 875,000 common shares. The stock options held by Mr. Jones represent 5.18% of the outstanding stock options of the Company. 200,000 stock options were granted in the fiscal year ended December 31, 2021, 325,000 were granted in the fiscal year ended December 31, 2020, 100,000 were granted in the fiscal year ended December 31, 2019, 250,000 were granted in the fiscal year ended December 31, 2018.
- (7) As at December 31, 2022, Carol Li held nil stock options. Ms. Li served as a Director of the Company February 17, 2015 until August 31, 2021. Ms. Li's options were cancelled on November 29, 2021.

Exercise of Compensation Securities by NEO's

No compensation securities were exercised by the NEO's or directors for the year ended December 31, 2022.

Stock Option Plans and Other Incentive Plans

The Company's current Stock Option Plan (the "Stock Option Plan") has been established in accordance with the policies of the TSXV. The maximum aggregate number of Common Shares reserved for issuance pursuant to the exercise of stock options under the Stock Option Plan shall not be greater than 20,713,950 or such other number as may be approved by the Exchange and the disinterested shareholders of the Company from time to time (the "Stock Option Plan"). The Company has no other Security Based Compensation Plan other than Stock Option Plan.

The Stock Option Plan was established to provide incentive to employees, directors, officers, management companies and consultants who provide services to the Company. The intention of management in proposing the Stock Option plans was and is to increase the proprietary interest of such persons in the Company and thereby aid the Company in attracting, retaining and encouraging the continued involvement of such persons with the Company. The plan is administered by the Company's board who has the authority to grant options to directors, officers, employees and consultants. At the time an option is granted, the board will determine the terms of the option, including the exercise price and any vesting provisions, providing the same are in accordance with the TSXV policies.

Pursuant to the policies of the TSXV, a stock option plan must be approved and ratified annually by the Shareholders.

The following information is intended as a brief description of the Stock Option Plan:

1. The aggregate maximum number of options which may be granted under the Stock Option Plan, together with all other security based compensation, at any one time shall not be greater than 20,713,950, or such other number as may be approved by the Exchange and the disinterested shareholders of the Company from time to time.
2. The term of any options granted under the Plan will be fixed by the board of directors at the time such options are granted, provided that options will not be permitted to exceed a term of ten years. Notwithstanding anything to the contrary in the Stock Option Plan, if the date on which an option expires occurs during a trading black-out period imposed by the Corporation, then the expiry date of such option shall be the date (a "Black-Out Option Expiry Date") that is 10 business days following the date of expiry of the trading black-out period. If a new trading black-out is imposed prior to the Black-Out Option Expiry Date, the BlackOut Option Expiry Date shall be the date that is 10 business days following the expiry of the new trading black-out period.
3. The exercise price of any options granted under the Stock Option Plan will be determined by the board of directors, in its sole discretion, but shall not be less than the closing price of the Company's common shares on the day preceding the day on which the directors grant such options, less any discount permitted by the TSXV, or such other price as may be required or permitted by the TSXV.
4. The board of directors may, from time to time in its sole discretion, attach restrictions relating to the exercise of an option, including vesting provisions save and except any options granted to consultants performing investor relations activities must include a vesting schedule whereby the options must vest in stages over at least twelve months with not more than one-quarter vesting in any three month period. No vesting period imposed on Options granted to persons performing Investor Relation Activities can be accelerated without the prior written approval of the Exchange.
5. All options are non-assignable and non-transferrable.
6. No more than (i) 5% of the issued common shares may be granted to any one individual in any 12 month period; unless disinterested shareholder approval is obtained and (ii) no more that 2% of the issued common shares may be granted to a consultant, or an employee performing investor relations activities, in any 12 month period.

7. If the option holder ceases to be a director of the Company (other than by reason of death), then the option granted shall expire on no later than the 90th day following the date that the option holder ceases to be a director of the Company, subject to the terms and conditions set out in the Plan. If the option holder ceases to be an Employee or Consultant of the Company (other than by reason of death), then the option granted shall expire on the 30th day following the date the option holder ceases to be an Employee or Consultant. If the option holder is a Consultant or Employee engaged in performing investor relations activities and ceases to be an Employee or Consultant of the Company (other than by reason of death), then the option granted shall expire on the day the option holder ceases to be a Consultant or Employee.
8. Disinterested shareholder approval must be obtained for (i) any reduction in the exercise price of an outstanding option, if the option holder is an insider; (ii) any grant of options to insiders, within a 12 month period, exceeding 10% of the Company's issued common shares; and (iii) any grant of options to any one individual, within a 12 month period, exceeding 5% of the Company's issued common shares.
9. Options will be reclassified in the event of any consolidation, subdivision, conversion or exchange of the Company's common shares.

Employment, consulting and management agreements

Except as described below, the Company does not have any contracts, agreements, plans or arrangements that provides for payments to a director or NEO at, following or in connection with any termination (whether voluntary, involuntary or constructive), resignation, retirement, a change in control of the Company or a change in an NEO's responsibilities:

The Company has an arrangement with iO Corporate Services Ltd. ("iO Corporate") whereby iO Corporate performs management and administrative services at a rate of \$10,000 per month. The services provided by iO Corporate include those services performed by Mark Gelmon, Chief Financial Officer of the Company, and Marion McGrath, Corporate Secretary of the Company. Mark Gelmon and Marion McGrath are both employees of iO Corporate and iO Corporate is owned and controlled by Marion McGrath.

Pension Disclosure

The Company does not have any pension or retirement plan which is applicable to the NEOs or directors. The Company has not provided compensation, monetary or otherwise, to any person who now or previously has acted as an NEO of the Company, in connection with or related to the retirement, termination or resignation of such person, and the Company has provided no compensation to any such person as a result of a change of control of the Company.