PLANET GREEN METALS INC.
(the "Company")

FORM 51-102F6V
STATEMENT OF EXECUTIVE COMPENSATION – VENTURE ISSUERS
FOR THE FINANCIAL YEAR ENDED OCTOBER 31, 2024

The following information is provided pursuant to National Instrument Form 51-102F6V – *Statement of Executive Compensation – Venture Issuers*.

For the purposes of this statement of executive compensation:

"**CEO**" of the Company means an individual who acted as Chief Executive Officer of the Company, or acted in a similar capacity, for any part of the most recently completed financial year;

"**CFO**" of the Company means an individual who acted as Chief Financial Officer of the Company, or acted in a similar capacity, for any part of the most recently completed financial year;

"**Executive Officer**" of an entity means an individual who is:

(a) the chair of the Company, if any;

(b) the vice-chair of the Company, if any;

(c) the president of the Company;

(d) a vice-president of the Company in charge of a principal business unit, division or function including sales, finance or production;

(e) an officer of the Company (or subsidiary, if any) who performs a policy-making function in respect of the Company; or

(f) any other individual who performs a policy-making function in respect of the Company;

"**Named Executive Officers**" or "**NEOs**" means:

(a) the CEO of the Company;

(b) the CFO of the Company;

(c) each of the Company's three most highly compensated executive officers, or the three most highly compensated individuals acting in a similar capacity, other than the CEO and CFO, at the end of the most recently completed financial year whose total compensation was, individually, more than $150,000; and

(d) any additional individuals for whom disclosure would have been provided under paragraph (i) above except that the individual was not serving as an executive officer of the Company, nor in a similar capacity, as at the end of the most recently completed financial year end.

As of October 31, 2024, the Company had two (2) NEOs, namely:

- Jeremy S Brett, CEO, President and Director of the Company; and
- Robert Turgeon, CFO and Director of the Company.

Director and NEO Compensation, excluding Compensation Securities

The following table sets forth a summary of all compensation paid, payable, awarded, granted, given, or otherwise provided, directly or indirectly, by the Company to each NEO and director of the Company, for services provided and for services to be provided, directly or indirectly in any capacity, to the Company by such persons, for the financial years ended October 31, 2024 and October 31, 2023, excluding compensation securities:

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 ($)**	**Total Compensation ($)**
Jeremy S Brett[(1)] *CEO, President and Director*	2024 2023	35,000 n/a	Nil n/a	Nil n/a	Nil n/a	Nil n/a	35,000 n/a
Robert Turgeon[(2)] *CFO and Director*	2024 2023	Nil n/a	Nil n/a	Nil n/a	Nil n/a	Nil n/a	Nil n/a
Nicholas Coltura *Director*	2024 2023	2,500 7,500	Nil Nil	Nil Nil	Nil Nil	Nil Nil	2,500 7,500
Robert Coltura[(3)] *Director, former Interim CEO and former Interim President*	2024 2023	48,000[(4)] 50,000[(4)]	Nil Nil	Nil Nil	Nil Nil	Nil Nil	48,000[(4)] 50,000[(4)]
Sandy Archibald[(5)] *Director*	2024 2023	Nil n/a	Nil n/a	Nil n/a	Nil n/a	Nil n/a	Nil n/a
Michele Pillon[(6)] *Former CFO, Corporate Secretary and Director*	2024 2023	9,000 6,500	Nil Nil	Nil Nil	Nil Nil	Nil Nil	9,000 6,500
Bruce MacLachlan[(7)] *Former Director*	2024 2023	Nil Nil	Nil Nil	Nil Nil	Nil Nil	Nil Nil	Nil Nil

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 ($)**	**Total Compensation ($)**
Satvir Dhillon(8) *Former CEO, President and Director*	2024 2023	n/a 75,000(9)	n/a Nil	n/a Nil	n/a Nil	n/a Nil	n/a 75,000(9)
Brent Clark(10) *Former Director*	2024 2023	n/a Nil	n/a Nil	n/a Nil	n/a Nil	n/a Nil	n/a Nil

Notes:

(1) Mr. Brett was appointed as CEO, President and a Director on March 20, 2024.
(2) Mr. Turgeon was appointed as CFO and a Director on March 20, 2024.
(3) Mr. Coltura resigned as Interim CEO and Interim President on March 20, 2024.
(4) Consulting fees paid to Matalia Investments Ltd., a private company controlled by Mr. Coltura.
(5) Mr. Archibald was appointed a director of the Company on April 16, 2024.
(6) Ms. Pillon resigned as CFO and a Director on March 20, 2024.
(7) Mr. MacLachlan resigned as a Director on March 20, 2024.
(8) Mr. Dhillon resigned as CEO and President on August 3, 2023 and resigned as a Director on August 28, 2023.
(9) Consulting fees paid to Seahawk Capital Corp., a private company controlled by Mr. Dhillon.
(10) Mr. Clark resigned as a Director on July 28, 2023.

External Management Companies

Other than as described below, 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.

Stock Options and Other Compensation Securities

The following table discloses all compensation securities granted or issued to each director and NEO by the Company or one of its subsidiaries in the financial year ended October 31, 2024 for services provided or to be provided, directly or indirectly, to the Company or any of its subsidiaries:

Compensation Securities							
Name and position	**Type of compensation security(1)**	**Number of compensation securities, number of underlying securities, and percentage of class (2)**	**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**
Jeremy S Brett(3) *CEO, President and*	Options	425,000 19.7%	April 15, 2024	$0.10	$0.10	$0.095	April 15, 2029

Compensation Securities							
Name and position	**Type of compensation security[1]**	**Number of compensation securities, number of underlying securities, and percentage of class [2]**	**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**
Director							
Robert Turgeon[4] *CFO and Director*	Options	425,000 19.7%	April 15, 2024	$0.10	$0.10	$0.095	April 15, 2029
Robert Coltura[5] *Director*	Options	275,000 12.8%	April 15, 2024	$0.10	$0.10	$0.095	April 15, 2029
Nicholas Coltura[6] *Director*	Options	225,000 10.5%	April 15, 2024	$0.10	$0.10	$0.095	April 15, 2029
Sandy Archibald[7] *Director*	Options	250,000 11.6%	April 15, 2024	$0.10	$0.10	$0.095	April 15, 2029
Michele Pillon[8] *Former CFO, Corporate Secretary and Director*	Options	100,000 4.6%	April 15, 2024	$0.10	$0.10	$0.095	April 15, 2029
Bruce MacLachlan *Former Director*	N/A	Nil	N/A	N/A	N/A	N/A	N/A
Satvir Dhillon *Former CEO, President and Director*	N/A	Nil	N/A	N/A	N/A	N/A	N/A
Brent Clark *Former Director*	N/A	Nil	N/A	N/A	N/A	N/A	N/A

Notes:

(1) "**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 Company or one of its subsidiaries for services provided or to be provided, directly or indirectly, to the Company or any of its subsidiaries.
(2) Calculated based on 2,150,000 Options outstanding as of the date hereof.
(3) As of October 31, 2024, Jeremy S Brett held 425,000 Options, with each Option exercisable into one Share at an exercise price of $0.10 and fully vested at the date of grant.
(4) As of October 31, 2024, Robert Turgeon held 425,000 Options, with each Option exercisable into one Share at an exercise price of $0.10 and fully vested at the date of grant.
(5) As of October 31, 2024, Robert Coltura held 425,000 Options, with each Option exercisable into one Share at an exercise price of $0.10 and fully vested at the date of grant.
(6) As of October 31, 2024, Nicholas Coltura held 375,000 Options, with each Option exercisable into one Share at an exercise price of $0.10 and fully vested at the date of grant.
(7) As of October 31, 2024, Sandy Archibald held 250,000 Options, with each Option exercisable into

one Share at an exercise price of $0.10 and fully vested at the date of grant.

(8) As of October 31, 2024, Michele Pillon held 250,000 Options, with each Option exercisable into one Share at an exercise price of $0.10 and fully vested at the date of grant.

Stock Options and Other Compensation Securities

No director or NEO exercised any compensation securities during the year ended October 31, 2024.

Incentive Stock Option Plan

The Company currently maintains a rolling stock option plan (the "**Stock Option Plan**"), authorizing the issuance of incentive stock options to eligible persons for up to an aggregate of 10% of the issued shares of the Company from time to time. The policies of the Canadian Securities Exchange (the "**Exchange**") require the approval of the Stock Option Plan by the Company's shareholders within three (3) years of implementation, and within every three (3) years thereafter. There are currently 33,252,500 shares of the Company issued and outstanding, and therefore the current 10% threshold is 3,325,250 shares available for incentive stock option grants under the Stock Option Plan. Incentive stock options under the Stock Option Plan may be granted by the Board of Directors to eligible persons, who are directors, officers or consultants of the Company or its subsidiaries (if any), or who are employees of a company providing management services to the Company, or who are eligible charitable organizations. Stock options may be granted under the Stock Option Plan with a maximum exercise period of up to ten (10) years, as determined by the Board of Directors of the Company.

The Stock Option Plan will limit the number of stock options which may be granted to any one individual to not more than 5% of the total issued shares of the Company in any 12-month period (unless otherwise approved by the disinterested shareholders of the Company, as defined under the policies of the Exchange), and not more than 10% of the total issued shares to all insiders at any time or granted over any 12-month period. The number of options granted to any one consultant or person employed to provide investor relations activities in any 12-month period must not exceed 2% of the total issued shares of the Company. Any stock options granted under the Stock Option Plan will not be subject to any vesting schedule, unless otherwise determined by the Board of Directors or required by the policies of the Exchange.

Options under the Stock Option Plan may be granted at an exercise price which is at or above the current discounted market price (as defined under the policies of the Exchange) on the date of the grant. In the event of the death or permanent disability of an optionee, any option granted to such optionee will be exercisable upon the earlier of 365 days from the date of death or permanent disability, or the expiry date of the option. In the event of the resignation, or the termination or removal of an optionee without just cause, any option granted to such optionee will be exercisable for a period of 90 days thereafter. In the event of termination for cause, any option granted to such optionee will be cancelled as at the date of termination.

Shareholders are referred to the full text of the Stock Option Plan, a copy of which has been posted on SEDAR+ and is available for inspection under the Company's profile on SEDAR+ at www.sedarplus.ca, for complete details.

In the event that annual shareholder approval is not obtained at the Meeting, the Company will implement a new fixed stock option plan for up to 10% of the Company's issued shares (which does not require shareholder approval), and any existing option grants under the Stock Option Plan as previously approved by the shareholders of the Company at the last Annual General Meeting will not be affected.

Employment, Consulting and Management Agreements

The management functions of the Company are not, to any substantial degree, performed other than by Directors or NEOs of the Company. There are no agreements or arrangements that provide for compensation to NEOs or Directors of the Company, or that provide for payments to a NEO or Director at, following or in connection with any termination (whether voluntary, involuntary, or constructive), resignation, retirement, severance, a change of control in the Company or a change in the NEO or Director's responsibilities.

Oversight and Description of Director and NEO Compensation

The objective of the Company's compensation program is to compensate the executive officers for their services to the Company at a level that is both in line with the Company's fiscal resources and competitive with companies at a similar stage of development.

The Company compensates its executive officers based on their skill, qualifications, experience level, level of responsibility involved in their position, the existing stage of development of the Company, the Company's resources, industry practice and regulatory guidelines regarding executive compensation levels.

The Company does not have a formal compensation program. The Board meets to discuss and determine management compensation, without reference to formal objectives, criteria or analysis. The general objectives of the Company's compensation strategy are to (a) compensate management in a manner that encourages and rewards a high level of performance and results with a view to increasing long-term shareholder value; (b) align management's interests with the long-term interests of shareholders; (c) provide a compensation package that is commensurate with other junior venture companies to enable the Company to attract and retain talent; and (d) ensure that the total compensation package is designed in a manner that takes into account the constraints that the Company is under by virtue of the fact that it is a junior venture company without a history of earnings. The Board, as a whole, ensures that total compensation paid to all NEOs is fair and reasonable. The Board relies on the education and experience of its members, as officers and directors with other companies, in assessing compensation levels.

Compensation for this fiscal year and prior fiscal years have historically been based upon a negotiated salary, with stock options and bonuses potentially being issued and paid as an incentive for performance.

Compensation for the most recently completed financial year should not be considered an indicator of expected compensation levels in future periods. All compensation is subject to and dependent on the Company's financial resources and prospects.

Pension Plan Benefits

The Company does not have any pension plans or provide any retirement benefits for its NEOs, directors or employees.