



NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT an annual general meeting (the “**Meeting**”) of the shareholders of International Prospect Ventures Ltd. (“**International Prospect Ventures**”) will be held on **Friday, June 26, 2020**, at **2:30 p.m.** (Eastern) at **2864, chemin Sullivan, Val-d’Or, Québec**, and by **telephone conference call** (see below), for the following purposes:

1. to receive the consolidated financial statements for the year ended December 31, 2019, and the report of our auditor on those statements;
2. to elect directors;
3. to appoint an auditor;
4. to approve the previously adopted 10% rolling stock option incentive plan, as required annually by the TSX Venture Exchange; and
5. to consider any other proper business.

Details of all matters proposed to be put before the Meeting are set forth in the accompanying Information Circular and form of proxy and should be read in conjunction with this Notice.

Given the continuing public health impact of the COVID-19 pandemic, considerations regarding the health and safety of our employees, shareholders and other stakeholders, as well as public health guidelines to limit gatherings of people, rather than attend the Meeting in person, **shareholders are strongly encouraged to:**

- **vote your shares by proxy by no later than 2:30 p.m. (Eastern) on Tuesday, June 23, 2020** (see below); and
- **attend the Meeting by telephone conference.**

In order to participate in the Meeting via teleconference, shareholders must preregister 15 minutes before the start of the Meeting at <https://bit.ly/2W0YIsL> or, alternatively, at www.iprospectventures.ca/agm/june26. Upon registration, participants will receive an individual pin to access the meeting via teleconference, along with the dial-in instructions.

DATED at Val-d’Or, Québec, this 20th day of May, 2020.

BY ORDER OF THE BOARD OF DIRECTORS

(signed) “*Glenn J. Mullan*”

Glenn J. Mullan
President, Chief Executive Officer and Director

Your vote is important. Whether or not you plan to attend the Meeting, we encourage you to complete and return the enclosed form of proxy indicating your voting instructions as soon as possible.

Please complete, date and sign your form of proxy and return it to our transfer agent, Computershare Investor Services Inc., 8th Floor, 100 University Avenue, Toronto, Ontario, Canada M5J 2Y1 (facsimile numbers: within North America 1-866-249-7775; outside North America 1-416-263-9524) – or vote by telephone or through the Internet following the instructions on the form of proxy. **To be valid, a completed form of proxy must be received by our transfer agent by no later than 2:30 p.m. (Eastern) on Tuesday, June 23, 2020 or, if the Meeting is adjourned, by no later than 48 hours (excluding Saturdays, Sundays and holidays) prior to the time of the adjourned meeting.**

If you are not a registered shareholder, please refer to the accompanying Management Information Circular for information on how to vote your shares.