



## NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS

**NOTICE IS HEREBY GIVEN THAT** an annual general and special meeting (the “**Meeting**”) of the shareholders of International Prospect Ventures Ltd. (“**International Prospect Ventures**” or the “**Company**”) will be held on **Friday, October 18, 2024, at 2:30 p.m. (Eastern) at 2772 chemin Sullivan, Val-d’Or, Québec, and by telephone conference call (see below)**, for the following purposes:

- (i) to receive the consolidated financial statements for the year ended December 31, 2023, and the report of our auditor on those statements;
- (ii) to set the number of and elect directors;
- (iii) to appoint McGovern Hurley LLP as auditor of International Prospect Ventures;
- (iv) to consider and, if deemed appropriate, pass, with or without variation, a special resolution approving an alteration to the Company’s Articles such that the Articles, as altered, will include mandatory procedures for nominations of persons for election as directors, all as more particularly described in the accompanying Circular;
- (v) to approve the previously adopted 10% rolling stock option incentive plan, as required annually by the TSX Venture Exchange; and
- (vi) to consider any other proper business.

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

**In order to participate in the Meeting via teleconference, shareholders must pre-register 15 minutes before the start of the Meeting at <https://dpre register.com/sreg/10192269/fd6283acab>. Upon registration, participants will receive an individual pin and passcode to access the Meeting via teleconference, along with a toll free phone number to call.**

DATED at Val-d’Or, Québec, this 13<sup>th</sup> day of September, 2024.

BY ORDER OF THE BOARD OF DIRECTORS

(signed) “*Glenn J. Mullan*”

Glenn J. Mullan  
President, Chief Executive Officer, Executive Chairman  
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, Odyssey Trust Company, Suite 350, 409 Granville Street, Vancouver, British Columbia V6C 1T2, Attention: Proxy Department; or by facsimile: 1-800-517-4553 – or vote 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 Wednesday, October 16, 2024 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 Circular for information on how to vote your shares.