

ANGEL WING METALS INC.**NOTICE OF ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS**

NOTICE IS HEREBY GIVEN THAT AN ANNUAL GENERAL AND SPECIAL MEETING (the “**Meeting**”) of holders of common shares (“**Common Shares**”) of Angel Wing Metals Inc. (the “**Corporation**”) will be held on Thursday, June 29, 2023 at 12:00 p.m. (Toronto Time), via Microsoft Teams at the following link:

https://teams.microsoft.com/l/meetup-join/19%3ameeting_ZjRiZjFkMWItYjNmMy00NTM4LTkzMTAtZTUyNGVjM2QxNTA5%40thread.v2/0?context=%7b%22Tid%22%3a%22745c9c7f-0a5b-4423-9415-05c4c28440cd%22%2c%22Oid%22%3a%22fe558089-434b-4b79-a821-d2c1a4aba702%22%7d

Meeting ID: 288 375 517 307

Passcode: T9xwfJ

[Download Teams](#) | [Join on the web](#)

for the following purposes:

1. to receive and consider the audited financial statements of the Corporation for the financial years ended December 31, 2022 and the report of the auditor thereon;
2. to fix the number of directors of the Corporation to be elected at the Meeting at five (5);
3. to elect the Board of Directors of the Corporation for the ensuing year;
4. to appoint the auditor of the Corporation for the ensuing year and to authorize the Board of Directors to fix the auditor’s remuneration;
5. to consider, and if thought fit, approve the ordinary resolution, as more particularly set forth in the accompanying Management Information Circular prepared for the purpose of the Meeting, relating to the re-approval of the stock option plan of the Corporation;
6. to consider, and if thought fit, approve a special resolution, to grant the Board of Directors the sole discretion to amend the Corporation’s articles of incorporation to effect a consolidation of the issued and outstanding common shares of the Corporation on the basis of one (1) post-consolidation common share for every two (2) pre-consolidation common shares; and
7. to transact such other business as may be properly brought before the meeting or any adjournment thereof.

DATED this 19th day of May, 2023.

BY ORDER OF THE BOARD OF DIRECTORS

“Marc Prefontaine”

MARC PREFONTAINE

President and Chief Executive Officer

NOTE:**WEBSITES WHERE MEETING MATERIALS ARE POSTED**

Material can be viewed online under the Corporation's [SEDAR](http://alliancetrust.ca/shareholders/) profile and at the following web address: <http://alliancetrust.ca/shareholders/>.

HOW TO OBTAIN PAPER COPIES OF THE MEETING MATERIALS

Shareholders may request that a paper copy of the meeting materials be sent to them by postal delivery at no cost to them. Requests may be made up to one year from the date the Information Circular was filed on SEDAR by:

- Visiting the following web address: <http://alliancetrust.ca/shareholders/>
- Calling 1-877-537-6111; or
- Sending an email to inquiries@alliancetrust.ca.

Requests should be received at least five (5) business days in advance of the proxy return date and time set out in the proxy or voting instruction form in order to receive the meeting materials in advance of such date and the meeting date. Additional information respecting how to obtain paper copies of the meeting materials may be found in the Information Circular.

VOTING:

Beneficial shareholders who have received a voting instruction form from Broadridge Financial Solutions Inc. ("Broadridge") must deposit the completed voting instruction form with Broadridge by mail or facsimile at the address or facsimile number noted thereon.

Shareholders who have received a proxy form directly from Alliance Trust Corporation are asked to return their proxies using one of the following methods at least forty-eight (48) hours (excluding Saturdays, Sundays and holidays) in advance of the proxy deposit date set out in the accompanying form of proxy:

INTERNET: <http://alliancetrust.ca/shareholders/>

FACSIMILE: 403-237-6181

MAIL: ALLIANCE TRUST COMPANY
SUITE 1010, 407 – 2ND STREET S.W.
CALGARY, ALBERTA T2P 2Y3

Additional information with respect to voting may be found in the Information Circular

WE STRONGLY ENCOURAGE ALL SHAREHOLDERS TO VOTE BY PROXY.

All proxies, to be valid, must be received by Alliance Trust Company, #1010, 407-2nd Street SW, Calgary, Alberta T2P 2Y3, at least forty-eight (48) hours, excluding Saturdays, Sundays and holidays, before the Meeting or any adjournment thereof. Late proxies may be accepted or rejected by the Chairman of the Meeting in his discretion, and the Chairman is under no obligation to accept or reject any particular late proxy.