

KIPLIN METALS INC.
2200 HSBC Building, 885 West Georgia Street,
Vancouver, British Columbia, V6C 3E8

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS
TO BE HELD ON OCTOBER 9, 2020

NOTICE IS HEREBY GIVEN that the Annual General and Special Meeting (the “**Meeting**”) of Kiplin Metals Inc. (“**Kiplin**” or the “**Company**”) will be held at Suite 313 – 515 West Pender Street, Vancouver, British Columbia, V6B 6H5 on Friday, October 9, 2020 at 11:00 a.m. for the following purposes:

1. To receive and consider the financial statements of the Company, together with the auditor’s report thereon, for the fiscal year ended December 31, 2019;
2. To elect directors to hold office until the next annual general meeting;
3. To re-appoint Manning Elliott LLP as the Company’s auditors and authorize the directors to fix the auditor’s remuneration;
4. To consider and, if deemed appropriate, to pass a resolution approving and ratifying the Company’s stock Option Plan pursuant to which the directors may authorize the issuance of options to directors, officers, employees, and consultants of the Company to a maximum of 10% of the issued and outstanding common shares at the time of grant;
5. To consider and, if thought fit, pass with or without amendment, a special resolution approving a proposed consolidation of the issued and outstanding common shares of the Company (the “Consolidation”) on the basis of up to five (5) common shares for one (1) common share, or such lesser ratio as the directors may determine appropriate; as more particularly described in the section of the Information Circular entitled Part 3 – The Business of the Meeting – Alteration of Issued Share Capital; and
6. To transact such other business as may properly come before the Meeting or any adjournments thereof.

The accompanying Information Circular provides additional information relating to the matters to be dealt with at the Meeting and is deemed to form part of this Notice.

Shareholders who are unable to attend the Meeting are requested to complete sign, date and return the enclosed form of proxy indicating your voting instructions. A proxy will not be valid unless it is deposited at the office of Odyssey Trust Company, Suite 835, 409 Granville Street, Vancouver, British Columbia, V6C 1T2, Canada, not less than 48 hours (excluding Saturdays, Sundays and holidays) before the time fixed for the Meeting or any adjournments thereof. If you are not a registered shareholder, please refer to the accompanying Information Circular for information on how to vote your shares.

DATED at Vancouver, British Columbia, this 2nd day of September, 2020

BY ORDER OF THE BOARD OF DIRECTORS:

“Clive Massey”

Clive Massey
President & Director