

**IMETAL RESOURCES INC.  
550 - 800 West Pender Street,  
Vancouver, BC, Canada, V6C 2V6**

**NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that an annual general meeting (the "Meeting") of the shareholders of **IMETAL RESOURCES INC.** (the "Company") will be held at 550 – 800 West Pender Street, Vancouver, British Columbia, on Monday, December 20<sup>th</sup>, 2021 at 11:00 a.m., PST, for the following purposes:

1. To receive the audited consolidated financial statements of the Company for the previous financial year ended May 31, 2020 & May 31, 2021 together with the report of the auditor thereon;
2. to set the number of directors at 4 for the ensuing year;
3. to elect directors of the Company for the ensuing year;
4. to appoint Davidson & Company LLP, Chartered Accountants, as auditor of the Company for the ensuing year and authorize the directors to fix their remuneration;
5. to approve and ratify the Company's stock option plan as more particularly described in the Company's information circular;
6. to consider, and if thought fit, to pass a special resolution to approve the consolidation (the "**Consolidation**") of the common shares of the Company on a basis up to but not to exceed twenty (20) pre-Consolidation common shares without par value for every one (1) post-Consolidation common share without par value, subject to the approval of the TSX Venture Exchange, as more particularly described in the accompanying Information Circular;
7. to transact such other business as may properly be brought before the Meeting or any adjournment thereof.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting.

**Shareholders who are unable to attend the Meeting in person and who wish to ensure that their shares will be voted at the Meeting are requested to complete, date and sign the enclosed form of proxy, or another suitable form of proxy, and deliver it in accordance with the instructions set out in the form of proxy and in the Information Circular.**

**An unregistered shareholder who plans to attend the Meeting must follow the instructions set out in the form of proxy or voting instruction form and in the Information Circular to ensure that such shareholder's shares will be voted at the Meeting. If you hold your shares in a brokerage account you are not a registered shareholder.**

**DATED** at Vancouver, British Columbia, this November 15, 2021.

**BY ORDER OF THE BOARD**

*(Signed) "Satvir Dhillon "*

**Satvir Dhillon**

Director and Chief Executive Officer