

XIMEN MINING CORP.

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE is hereby given that the Annual General Meeting (the "Meeting") of **XIMEN MINING CORP.** (the "Company" or "**Ximen**") will be held at 1100-1111 Melville Street Vancouver, BC V6E 3V6 on **Friday, December 4, 2020 at 1:30 pm** (local time), for the following purposes:

1. To receive and consider the audited financial statements of the Company for the fiscal year ended June 30, 2019 and 2020 together with the auditor's report thereon.
2. To elect directors to hold office until the next Annual General Meeting and to fix the number of directors at four (4).
3. To appoint auditors for the ensuing year and to authorize the Directors to fix the remuneration to be paid to the auditors.
4. To approve the proposed Stock Option Plan of the Company as more particularly described in the Information Circular and to authorize the Directors to make modifications thereto in accordance with the Stock Option Plan and the policies of the TSX Venture Exchange.
5. To transact such other business as may properly come before the meeting.

An Information Circular accompanies this Notice. The Information Circular contains details of matters to be considered at the Meeting. The report of the auditor and the audited financial statements of the Company for the year ended June 30, 2019 with related management discussion and analysis will be made available at the Meeting and are available on www.sedar.com.

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 by hand or by mail in accordance with the instructions set out in the form of proxy and in the Information Circular.

Non-registered shareholders who plan 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 their 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 30th of October, 2020.

BY ORDER OF THE BOARD OF DIRECTORS

"Christopher R. Anderson"

CHRISTOPHER R. ANDERSON