

CMC METALS LTD.
Suite 1000 – 409 Granville Street
Vancouver, BC V6C 1T2

***NOTICE OF THE ANNUAL GENERAL MEETING
OF SHAREHOLDERS TO BE HELD ON SEPTEMBER 25, 2024.***

TO: The Shareholders of CMC Metals Ltd.

NOTICE IS HEREBY GIVEN that the annual general meeting (the “**Meeting**”) of the Shareholders of CMC Metals Ltd. (“**CMC**”) will be held in Vancouver, British Columbia, at Suite 111 – 409 Granville Street, Vancouver, BC V6C 1T2, on Wednesday, the 25th day of September, 2024, at 10:00 a.m., for the following purposes:

1. To receive and consider the financial statements of CMC for the fiscal year ended September 30, 2023 and 2022, together with the reports of the auditor thereon;
2. To determine the number of directors to be elected to the board;
3. To elect directors for the ensuing year or until their successors have been duly elected or appointed;
4. To appoint auditors for the ensuing year and to authorize the directors to fix the remuneration of the auditors;
5. To ratify, confirm and approve CMC’s “rolling 10%” Stock Option Plan; and
6. To transact such other business as may properly come before the Meeting or any adjournment or adjournments thereof.

Accompanying this Notice of Meeting is an Information Circular and a Form of Proxy.

At the date of this Notice and the accompanying Information Circular it is the intention of CMC to hold the Meeting in person at the location stated above in this Notice. Should any changes to the Meeting occur, CMC will announce any and all changes by way of news release filed under CMC’s profile on SEDAR at www.sedar.com. Please check CMC’s SEDAR profile prior to the Meeting for the most current information.

If you are a registered shareholder of CMC and, otherwise, unable to attend the Meeting in person, please complete, date and sign the accompanying form of proxy and deposit it with the CMC’s transfer agent, Computershare Investor Services Inc., 8th Floor, 100 University Avenue, Toronto, Ontario M5J 2Y1 at least 48 hours (excluding Saturdays, Sundays and holidays recognized in the Province of British Columbia) before the time and date of the Meeting or any adjournment or postponement thereof.

If you are a non-registered shareholder of CMC and received this Notice of Meeting and accompanying materials through a stockbroker, securities dealer, bank, trust company, trustee or nominee of any of the foregoing that holds your securities on your behalf (each, an “**Intermediary**”), please complete and return the materials in accordance with the instructions provided to you by your Intermediary.

Notice-and-Access

The Company is utilizing the notice-and-access mechanism (the “**Notice-and-Access Provisions**”) under National Instrument 54-101 – *Communication with Beneficial Owners of Securities of a Reporting Issuer* and National Instrument 51-102 – *Continuous Disclosure Obligations*, for distribution of proxy-related materials to its registered and beneficial shareholders.

The Notice-and-Access Provisions are a set of rules that allow reporting issuers to post electronic versions of proxy-related materials (including management information circulars), financial statements of the Company and related management discussion and analysis (“**MD&A**”) via the System for Electronic Document Analysis and Retrieval (“**SEDAR+**”) and one other website, rather than mailing paper copies of such materials to shareholders. Electronic copies of the Notice of Annual General Meeting, the Circular, the audited financial statements of the Company for the financial year ended September 30, 2023 and 2022, together with the report of the auditors thereon, and the related MD&A may be found on the Company’s SEDAR+ profile at www.sedarplus.ca and the Company’s website at www.cmcmetals.ca as of August 20, 2024. Shareholders may request a paper copy of the Circular and the above noted documents be sent to them by contacting the Company as set out under the heading *Notice-and-Access* in the accompanying Circular.

The Company will not use the procedure known as “stratification” in relation to the use of Notice-and-Access Provisions. Stratification occurs when a reporting issuer using the Notice-and-Access Provisions provides a paper copy of the Circular to certain shareholders with the notice package.

Please see the section entitled *Notice-and-Access* in the accompanying Circular.

DATED at Vancouver, British Columbia, this 13th day of August, 2024.

BY ORDER OF THE BOARD OF DIRECTORS

/s/Kevin Brewer

Kevin Brewer
Chief Executive Officer