



NOTICE AND ACCESS NOTIFICATION

ANNUAL GENERAL AND SPECIAL MEETING OF SHAREHOLDERS TO BE HELD ON August 10, 2021

This notification is being provided to the shareholders of KERMODE RESOURCES LTD. (the “Company”) under the notice-and-access provisions for the delivery of meeting materials in respect of its Annual General and Special Meeting of shareholders to be held on August 10, 2021 (the “Meeting”). Under notice-and-access, instead of receiving printed copies of the Company’s Information Circular dated June 28, 2021 and, if requested, the Financial Statements and Management’s Discussion and Analysis for the years ended October 31, 2018, October 31, 2019 and October 31, 2020, the Company is providing shareholders this notice with information on how they may access the meeting materials electronically. However, together with this notification, shareholders continue to receive a Proxy or Voting Instruction Form, as applicable, enabling them to vote at the Meeting. The use of this alternative means of delivery will help reduce paper use, printing and mailing costs.

DATE, TIME AND LOCATION OF MEETING

Date: Tuesday, August 10, 2021
Time: 10:30 a.m. (Vancouver time)
Location: Owen Bird Law Corporation, 29th Floor, 595 Burrard Street, Vancouver, B.C.

MATTERS TO BE CONSIDERED AND/OR VOTED AT THE MEETING

1. To set the number of Directors at three (3), and to elect the Directors for the ensuing year or until their successors have been duly elected or appointed (See section entitled “Matters to Be Acted Upon at the Meeting - Election of Directors”).
2. To appoint the Auditor for the ensuing year at a remuneration to be fixed by the Directors (see section entitled “Matters to Be Acted Upon at the Meeting - Appointment of Auditor”).
3. To approve and ratify the Company’s 10% rolling Stock Option Plan (see section entitled “Matters To Be Acted Upon at the Meeting - Stock Option Plan”).
4. To approve the adoption of new Articles of the Company (see section entitled “Matters To Be Acted Upon at the Meeting - Adoption of New Articles”).
5. To transact such other business as may be brought before the Meeting (see section entitled “Matters to be Acted Upon at the Meeting - Other Matters”).

WEBSITES WHERE MEETING MATERIALS ARE POSTED

Meeting materials can be viewed online under the Company's profile at www.sedar.com or at the Company's website at www.kermode.com.

Shareholders are reminded to review the Information Circular prior to voting.

HOW TO OBTAIN PAPER COPIES OF THE MEETING MATERIALS

Shareholders may request that paper copies of the Meeting materials be sent to them by postal delivery at no cost to them. Requests for paper copies of the Meeting materials should be received by the Company at least 12 business days in advance of the proxy deposit date and time set out in the accompanying proxy or voting instruction form in order to receive the Meeting materials in advance of the proxy deposit date and Meeting date. Shareholders who wish to receive paper copies of the Meeting materials may request copies by calling the Company at 604-687-7178 or toll free at 1-888-244-6644.

VOTING

Registered Shareholders are asked to return their proxies using the following methods by the proxy deposit date noted on the proxy:

INTERNET: Go to www.investorvote.com and follow the instructions.
You will need the 16-digit control number located on the bottom of the proxy.

SMARTPHONE: Scan the QR code attached to the proxy.

TELEPHONE: Call 1-866-732-8683 toll free within North America.
You will need the 16-digit control number located on the bottom of the proxy.

MAIL: Computershare Investor Services Inc.
100 University Avenue, 8th Floor
Toronto, ON M5J 2Y1, Attention: Proxy Department

Non-Registered Shareholders should follow the instructions on the voting instruction form ("VIF") provided by their intermediaries with respect to the voting procedures.

Shareholders with questions about the notice-and-access provisions may contact the Company at 604-687-7178 or toll-free at 1-888-244-6644.