

E3 METALS CORP.
2300, 150 9th Avenue S.W.
CALGARY, ALBERTA T2P 3H9

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE is hereby given that the Annual General Meeting of the shareholders (the “**Meeting**”) of E3 Metals Corp. (the “**Corporation**”) will be held virtually on Thursday, December 17, 2020, at 2:00 p.m. (Mountain Time) for the following purposes:

1. To receive and consider the audited financial statements of the Corporation for the year ended December 31, 2019, together with the auditor’s report thereon;
2. To appoint the auditors for the ensuing year and to authorize the directors to fix the auditors’ remuneration to be paid to the auditors;
3. To fix the number of directors for the ensuing year at five (5);
4. To elect directors for the ensuing year;
5. To approve the stock option plan; and
6. To approve the transaction of such other business as may properly come before the Meeting.

Shareholders unable to attend the Meeting in person are requested to read the enclosed Information Circular and Proxy, and then complete and deposit the Proxy together with the power of attorney or other authority, if any, under which it was signed or a notarially certified copy thereof with the Corporation’s transfer agent, Computershare Trust Company of Canada, 100 University Avenue, 8th Floor, Toronto, Ontario, Canada, M5J 2Y1 Attention: Proxy Department, at least 48 hours (excluding Saturdays and holidays) before the time of the Meeting or adjournment thereof. Unregistered shareholders who received the Proxy through an intermediary must deliver the Proxy in accordance with the instructions given by such intermediary.

Due to the COVID-19 pandemic and given the restrictions on public gatherings and in the best interest of the health of all participants in the Company’s Meeting, the Company respectfully asks that all shareholders do not attend the Meeting in person. The Company requests that shareholders who wish to participate by listening to the Meeting, contact the Company by December 15, 2020 at admin@e3metalscorp.com to be included in the teleconference for the Meeting. The Company will arrange for teleconference participation for all shareholders who have requested it by December 15, 2020. However, the Company strongly recommends that shareholders vote by Proxy or by a request for voting instructions in advance to ease the voting tabulation at the Meeting by Computershare Investor Services Inc. If public health guidelines regarding physical distancing in British Columbia have changed by the Meeting date, the Company may issue a news release advising of permitted Meeting attendance in accordance with such updated guidelines.

DATED at Calgary, Alberta this 12th day of November, 2020.

ON BEHALF OF THE BOARD OF DIRECTORS

“Chris Doornbos”

Chris Doornbos

President and Chief Executive Officer, Director