



NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

NOTICE is hereby given that an annual general meeting (the “**Meeting**”) of the shareholders (the “**Shareholders**”) of Apollo Silver Corp. (“**Apollo**” or the “**Company**”) will be held at Suite 710 - 1030 West Georgia Street, Vancouver, British Columbia, V6E 2Y3, on Friday June 10, 2022, at 8:30 a.m. (Pacific Time) for the following purposes:

1. to receive and consider the annual audited consolidated financial statements of the Company for the financial year ended November 30, 2021, together with the report of the auditors thereon and the related management’s discussion and analysis;
2. to set the number of Directors at seven (7) for the ensuing year;
3. to elect seven (7) Directors for the ensuing year;
4. to re-appoint Davison & Company LLP as auditors for the ensuing year and to authorize the directors to fix their remuneration;
5. to consider, and if deemed advisable, to pass, with or without variation, an ordinary resolution approving the Company’s amended and restated Share Option Plan, as more particularly described in the accompanying management information circular of the Company dated April 29th, 2022 (the “**Circular**”);
6. to transact any other business as may properly be brought before the Meeting.

The board of directors of the Company (the “**Board**” or “**Directors**”) has fixed the close of business on Tuesday, April 26, 2022, as the record date, being the date for the determination of the registered holders of common shares in the capital of the Company (the “**Common Shares**”) entitled to receive notice of, and to vote at the Meeting and any adjournment or postponement thereof.

Shareholders registered at the close of business on Tuesday, April 26, 2022 are entitled to receive this notice of meeting and to vote at the Meeting. In light of ongoing concerns related to the spread of COVID-19, and in order to mitigate potential risks to the health and safety of the Company’s shareholders, employees, communities and other stakeholders, shareholders are urged to read the accompanying Information Circular and to vote on the matters before the Meeting by proxy, by completing and signing the enclosed form of proxy and return it in the postage-paid envelope provided for that purpose. **To be valid, proxies must be received at the office of Endeavor Trust Corporation by fax (604) 559-8908, or by mail to Suite 702, 777 Hornby Street, Vancouver, British Columbia Canada V6Z 1S4, or by email to proxy@EndeavorTrust.com no later than June 08, 2022 at 8:30 a.m. (Vancouver time).**

As set out in the notes to the Circular, the Circular is solicited by management, but you may amend it, if you so desire, by striking out the names listed on it and inserting in the space provided the name of the person you wish to have represented you at the Meeting.

Unregistered shareholders who received the Circular through an intermediary must deliver the proxy in accordance with the instructions given by the 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 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 Company’s Notice of Annual General Meeting, the Circular, the audited financial statements of the Company for the financial year ended November 30, 2021, together with the report of the auditors thereon, and the related MD&A may be found on the Company’s SEDAR profile at www.sedar.com and the Company’s website at www.apollosilver.com as of May 11, 2022. 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 *Part 1 – Voting – 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 *Part 1 – Voting – Notice-and-Access* in the accompanying Circular.

SHAREHOLDERS ARE REMINDED TO REVIEW THE CIRCULAR BEFORE VOTING.

DATED at Vancouver, Canada as of the 29th day of April, 2022.

BY ORDER OF THE BOARD OF DIRECTORS OF APOLLO SILVER CORP.

“Thomas Peregoodoff”

Thomas Peregoodoff
President and CEO

“Rona Sellers”

Rona Sellers
Corporate Secretary



**NOTICE AND ACCESS NOTIFICATION TO SHAREHOLDERS
ANNUAL GENERAL MEETING OF SHAREHOLDERS
TO BE HELD ON FRIDAY, JUNE 10, 2022**

You are receiving this notification because **Apollo Silver Corp.** (the “**Company**”) has opted to use the “notice and access” model for the delivery of its management information circular (the “**Information Circular**”) to the holders (the “**Shareholders**”) of common shares in the capital of the Company in respect of its annual general meeting of Shareholders to be held on Friday, June 10, 2022 (the “**Meeting**”).

Under “notice and access” instead of receiving paper copies of the Information Circular, Shareholders are receiving this notice with information on how to access the Information Circular electronically. Shareholders will also be receiving a proxy or voting instruction form, as applicable, together with this notification to use to vote at the Meeting.

The use of this alternative means of delivery is more environmentally friendly and more economical. It reduces the Corporation’s paper use and it also reduces the Corporation’s printing and mailing costs.

MEETING DATE AND LOCATION

WHEN: Friday, June 10, 2022

WHERE: Suite 710 - 1030 West Georgia St.
Vancouver, BC V6E 2Y3
8:30 a.m. Pacific Time

In view of the current and rapidly evolving COVID-19 outbreak, the Company requests that if possible, all Shareholders vote their shares by proxy and avoid attending the meeting in person, however, if you choose to attend the meeting in person, shareholders are asked to follow the instructions of the public health agency of Canada (canada.ca/en/public-health/services/diseases/2019-novel-coronavirus-infection.html).

SHAREHOLDERS WILL BE ASKED TO CONSIDER AND VOTE ON THE FOLLOWING MATTERS AT THE MEETING:

- **FINANCIAL STATEMENTS:** To receive and consider the annual audited consolidated financial statements of the Company for the year ended November 30, 2021, together with the auditor’s report thereon. See section entitled “Business of the Meeting – Financial Statements and Auditors’ Report” in the Information Circular.
- **APPOINTMENT AND REMUNERATION OF AUDITORS:** to re-appoint Davidson & Company LLP, as auditors of the Company for the ensuing year and to authorize the Directors to fix their remuneration. See the section entitled “Business of the Meeting – Appointment and Remuneration of Auditors” in the Information Circular.
- **FIX THE NUMBER OF DIRECTORS:** to set the number of Directors of the Company at seven (7). See the section entitled “Business of the Meeting – Number of Directors” in the Information Circular.
- **ELECTION OF DIRECTORS:** to elect seven (7) Directors of the Company for the ensuing year. See the section entitled “Business of the Meeting - Election of Directors” in the Information Circular.
- **APPROVAL OF SHARE OPTION PLAN:** to consider, and if deemed advisable, to pass, with or without variation, an ordinary resolution approving the Company’s amended and restated Share Option Plan. See the section entitled “Business of the Meeting – Re-Approval of the Share Option Plan” in the Information Circular.
- **OTHER BUSINESS:** to transact such further or other business as may properly come before the Meeting or any adjournment or adjournments thereof.

SHAREHOLDERS ARE REMINDED TO REVIEW THE INFORMATION CIRCULAR PRIOR TO VOTING.

WEBSITES WHERE THE INFORMATION CIRCULAR IS POSTED:

The Information Circular can be viewed online under the Company's profile at www.sedar.com or on the Company's website at www.apollosilver.com

The Financial Statement Request Card is included with the proxy and voting instruction form.

HOW TO OBTAIN PAPER COPIES OF THE INFORMATION CIRCULAR

Shareholders may request paper copies of the Information Circular and other meeting materials, including the audited consolidated financial statements of the Company for the year ended November 30, 2021, and the report of the auditors thereon and related Management's Discussion and Analysis, by first class mail, courier or the equivalent at no cost to the shareholder. Requests by email to rona@apollosilver.com or by calling toll-free at 1-888-787-0888. Requests may be made up to one year from the date the Information Circular was filed on SEDAR.

For Shareholders who wish to receive paper copies of the Information Circular in advance of the voting deadline, requests must be received **no later than June 3, 2022** (insert a date that is 5 business days before meeting date). The Information Circular will be sent to such Shareholders within three business days of their request if such requests are made before the Meeting. Following the Meeting, the Information Circular will be sent to such Shareholders within ten days of their request. **Requests must be made by email to rona@apollosilver.com or by calling toll-free at 1-888-787-0888.**

VOTING

YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your securities, you must vote using the method set out in the enclosed voting instruction form or proxy.

Registered Holders are asked to return their proxies using the following methods by the proxy deposit date noted on your proxy, which is by 8:30 a.m. PDST on Wednesday, June 8, 2022:

INTERNET:	Go to www.eproxy.ca and follow the instructions.
FACSIMILE:	Fax to Endeavor Trust Corporation. at 604-559-8908.
MAIL:	Complete the form of proxy or any other proper form of proxy, sign it and mail it to: Endeavor Trust Company Suite 702, 777 Hornby Street, Vancouver, BC V6Z 1S4

Beneficial Holders are asked to return their voting instructions using the following methods at least one business day in advance of the proxy deposit date noted on your voting instruction form:

INTERNET:	Go to proxyvote.com and follow the instructions.
MAIL:	Complete the voting instruction form, sign it and mail it in the envelope provided.

Shareholders with questions about notice and access can call toll free at 1-888-787-0888.