

BENCHMARK METALS INC.

10545 – 45 Avenue NW
250 Southridge, Suite 300
Edmonton, AB, T6H 4M9

NOTICE OF ANNUAL GENERAL MEETING

TAKE NOTICE that the Annual General Meeting of the Shareholders of **Benchmark Metals Inc.** (hereinafter called the “Company”) will be held at 10545 – 45 Avenue NW, 250 Southridge, Suite 300, Edmonton, Alberta, on:

Friday, December 13, 2019

at the hour of 11:00 o’clock in the forenoon (local time) for the following purposes:

1. to receive the Report of the Directors;
2. to receive the financial statements of the Company for its fiscal year ended February 28, 2019 and the report of Auditors thereon;
3. to appoint Auditors for the ensuing year and to authorize the Directors to fix their remuneration;
4. to determine the number of directors and to elect directors;
5. to ratify and approve the existing Stock Option Plan; and
6. to transact such other business as may properly come before the Meeting.

Accompanying this Notice are an Information Circular and Form of Proxy.

A shareholder entitled to attend and vote at the Meeting is entitled to appoint a proxyholder to attend and vote in his stead. If you are unable to attend the Meeting, or any adjournment thereof in person, please read the Notes accompanying the Form of Proxy enclosed herewith and then complete and return the Proxy within the time set out in the Notes. The enclosed Form of Proxy is solicited by Management but, as set out in the Notes, you may amend it if you so desire by striking out the names listed therein and inserting in the space provided the name of the person you wish to represent you at the Meeting.

DATED this 8th day of November, 2019.

**BY THE ORDER OF THE BOARD OF DIRECTORS
OF BENCHMARK METALS INC.**

“James S. Greig”

James S. Greig, President